

REED'S, INC.  
Form 3  
March 13, 2015

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Beaton Mark B

(Last) (First) (Middle)

13000 SOUTH SPRING  
STREET

(Street)

LOS ANGELES,,Â CAÂ 90061

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

03/09/2015

3. Issuer Name **and** Ticker or Trading Symbol  
REED'S, INC. [REED]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner

X  Officer \_\_\_ Other  
(give title below) (specify below)

CHIEF OPERATING OFFICER

5. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
 X  Form filed by One Reporting  
Person  
\_\_\_ Form filed by More than One  
Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.**

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Expiration  
Exercisable Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title Amount or  
Number of  
Shares

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

(Instr. 5)

INCENTIVE STOCK OPTIONS	Â <sup>(1)</sup>	03/11/2020	COMMON STOCK	70,000	\$ 6.46	D	Â
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Beaton Mark B 13000 SOUTH SPRING STREET LOS ANGELES,,Â CAÂ 90061	Â	Â	Â CHIEF OPERATING OFFICER	Â

## Signatures

/s/ Lawrence W.  
Tomsic

03/13/2015

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The incentive stock options vest in equal installments annually for a period of four years commencing March 12, 2015. The options vest (1) as follows; 17,500 options vest March 11, 2016; 17,500 options vest March 11, 2017; 17,500 options vest March 11, 2018; 17,500 options vest March 11, 2019. The options will expire if they are not exercised by March 11, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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