

GLAXOSMITHKLINE PLC
Form 4
August 01, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
GLAXOSMITHKLINE PLC

(Last) (First) (Middle)
980 GREAT WEST ROAD
(Street)

BRENTFORD
MIDDLESEX, X0 TW8 9GS

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Liquidia Technologies Inc [LQDA]

3. Date of Earliest Transaction
(Month/Day/Year)
07/30/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
Former 10% holder

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------------------|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 07/30/2018 | | C | | 336,541 | A | <u>(3)</u> | 475,604 <u>(2)</u> | I | See explanation of responses <u>(5)</u> |
| Common Stock | 07/30/2018 | | C | | 118,570 | A | <u>(4)</u> | 475,604 <u>(2)</u> | I | See explanation of responses <u>(5)</u> |
| Common Stock | 07/30/2018 | | P ⁽¹⁾ | | 148,818 | A | \$ 11 <u>(1)</u> | 624,422 <u>(2)</u> | I | See explanation of responses |

(5)

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

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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Series C-1 Preferred Stock | (3) | 07/30/2018 | | C | 4,765,248 | (3) (3) | Common Stock 118,570 |
| Series D Preferred Stock | (4) | 07/30/2018 | | C | 344,853 | (4) (4) | Common Stock 336,541 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GLAXOSMITHKLINE PLC
980 GREAT WEST ROAD
BRENTFORD MIDDLESEX, X0 TW8 9GS

Former 10% holder

Signatures

/s/ Victoria

Whyte

07/30/2018

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

(1) On July 30, 2018, Glaxo Group Limited acquired 148,818 common shares of the Issuer ("Common Stock") at a price of \$11.00 per share in connection with the Issuer's initial public offering.

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- (2) Includes 20,493 shares of Common Stock issuable upon exercise of Series D Warrants. The Series D Warrants are currently exercisable, with an expiration date of December 31, 2026 and an exercise price of \$0.01 per share. The exercise price may be paid in cash or through net share settlement at the option of the warrant holder.

- (3) The Series C-1 Preferred Stock converted automatically into Common Stock on an approximately 0.0706-for-one basis upon closing of the Issuer's initial public offering. The Series C-1 Preferred Stock had been convertible at any time at the holder's election and had no expiration date

- (4) The Series D Preferred Stock converted automatically into Common Stock on an approximately 0.0594 -for-one basis upon closing of the Issuer's initial public offering. The Series D Preferred Stock had been convertible at any time at the holder's election and had no expiration date.

- (5) The shares reported herein are held of record by Glaxo Group Limited, an indirect, wholly-owned subsidiary of GlaxoSmithKline plc (the "Reporting Person").

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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