

True Drinks Holdings, Inc.  
 Form 4  
 October 16, 2014

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 Wistreich Carl G

(Last) (First) (Middle)

18552 MACARTHUR  
 BLVD, SUITE 325

(Street)

IRVINE, CA 92612

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

True Drinks Holdings, Inc. [TRUU]

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

10/15/2014

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)

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 Beneficial Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                                       | (D) | Price |

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

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SEC 1474 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|---|

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| (Instr. 3)      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) |   | Disposed of (D) |         | Date<br>Exercisable | Expiration<br>Date | Title           | Am<br>Nur<br>Sha |
|-----------------|------------------------------------|------------------|------------|---|-----------------|---------|---------------------|--------------------|-----------------|------------------|
|                 |                                    |                  | Code       | V | (A)             | (D)     |                     |                    |                 |                  |
| Stock<br>Option | \$ 0.61                            | 10/15/2014       | D          |   |                 | 368,609 | <u>(1)</u>          | 08/29/2015         | Common<br>Stock | 36               |
| Stock<br>Option | \$ 0.38                            | 10/15/2014       | A          |   | 368,609         |         | <u>(3)</u>          | 10/15/2021         | Common<br>Stock | 36               |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Wistreich Carl G<br>18552 MACARTHUR BLVD<br>SUITE 325<br>IRVINE, CA 92612 |               |           |         |       |

## Signatures

/s/ Carl  
Wistreich

10/16/2014

    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) Of the shares issuable pursuant to this stock option, 122,870 shares vested on the grant date, 81,913 shares vested on each of August 29, 2013 and 2014, respectively, and the final 81,913 shares are scheduled to vest on August 29, 2015.

(2) The Reporting Person agreed to cancellation of the stock option granted to him on August 29, 2012, in exchange for a new option issued on October 15, 2014 pursuant to the Issuer's 2013 Stock Incentive Plan, which option is exercisable for the same number of shares and subject to the same vesting schedule, but with a longer term and lower exercise price.

(3) Of the shares issuable pursuant to this stock option, 286,696 are currently vested. The remaining 81,913 shares are scheduled to vest on August 29, 2015.

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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