

True Drinks Holdings, Inc.
 Form 4/A
 November 19, 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 *
 Lance Leonard

(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)
 10/16/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)
 CHIEF EXECUTIVE OFFICER

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 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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (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 Derivative Security | (Month/Day/Year) | (Instr. 8) | | Disposed of (D) | | Date Exercisable | Expiration Date | Title | Am Nur Sha |
|-----------------|------------------------------------|------------------|------------|---|-----------------|---------|---------------------|--------------------|-----------------|------------------|
| | | | Code | V | (A) | (D) | | | | |
| Stock Option | \$ 0.61 | 10/15/2014 | D | | | 971,970 | <u>(1)</u> | 07/15/2015 | Common Stock | 97 |
| Stock Option | \$ 0.38 | 10/15/2014 | A | | | 971,970 | <u>(3)</u> | 10/15/2021 | Common Stock | 97 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lance Leonard 18552 MACARTHUR BLVD SUITE 325 IRVINE, CA 92612 | | | CHIEF EXECUTIVE OFFICER | |

Signatures

/s/ Lance
Leonard

11/19/2014

**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 these stock options, a total of 675,783 shares are currently vested. The remaining 296,187 shares are scheduled to vest on July 12, 2015.
The Reporting Person agreed to cancellation of a portion of the stock option granted to him on July 12, 2012, in exchange for a new option issued on October 15, 2014 pursuant to the Issuer's 2013 Stock Incentive Plan, which option is subject to a similar vesting schedule but with a longer term and lower exercise price.
 - (3) Of the shares issuable pursuant to these stock options, a total of 270,313 shares are currently vested. The remaining 221,165 shares are scheduled to vest on July 12, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.