

Macdonald Sean
 Form 4
 May 03, 2019

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 *
 Macdonald Sean

2. Issuer Name and Ticker or Trading Symbol
 Leatt Corp [LEAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 12 KIEPERSOL DRIVE, ATLAS GARDENS, CONTERMANSKLOOF ROAD

3. Date of Earliest Transaction (Month/Day/Year)
 02/25/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO and CFO

(Street)
 DURBANVILLE, WESTERN CAPE, T3 7441

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

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

(City) (State) (Zip)

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) | Amount | | |
| | | | | Code | V | | Price |

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

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

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| 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) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| Options to purchase Common Stock, par value \$0.001 per share | \$ 2.3 | 02/25/2019 | 02/25/2019 | A ⁽¹⁾ | 78,000 ⁽¹⁾ | 02/25/2019 ⁽¹⁾ 02/24/2029 | Common Stock, par value \$0.001 per share 78,000 ⁽¹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Macdonald Sean 12 KIEPERSOL DRIVE, ATLAS GARDENS CONTERMANSKLOOF ROAD DURBANVILLE, WESTERN CAPE, T3 7441 | X | | CEO and CFO | |

Signatures

/s/ Sean
Macdonald 05/03/2019

**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).

The Reporting Person was the holder of vested and unvested options to purchase 156,000 shares of the Issuer's commons stock. On February 25, 2019, the Reporting Person was granted options to purchase another 78,000 shares of the Issuer's common stock at \$2.30 per share under the Issuer's 2012 Plan which will expire on February 24, 2029. Options to purchase 30% or 23,400 shares immediately vested, options to purchase another 40% or 31,200 shares will vest in two equal portions of 15,600 each on February 25, 2020 and 2021, respectively, and the remaining 30% or 23,400 shares will vest on February 25, 2022.

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.