SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <u>NORRIS ELWOOD G</u>					2. Issuer Name and Ticker or Trading Symbol WRAP TECHNOLOGIES, INC. [WRTC]									tionship of R all applicabl Director	eporting Pers e)	Person X	. ,	vner
(Last) C/O WRAP	Last) (First) (Middle) C/O WRAP TECHNOLOGIES, INC.			3. Date of Earliest Transaction (Month/Day/Year) 10/30/2018								X	Officer (gi below) CHIEF 1		OLOC	Other (s below) BY OFFIC		
4620 ARVILLE STREET, SUITE E				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv	dividual or Joint/Group Filing (Check Applicable Line)				
(Street) LAS VEGAS NV 89103													Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Stat	e)	(Zip)															
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date				2. Transac Date (Month/Da		Execution if any	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			Securities Beneficially Following F	Beneficially Owned Following Reported		nership : Direct (D) lirect (I) . 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount		(A) or (D)	Price	<ul> <li>Transaction(s) (Instr. 3 and 4)</li> </ul>				(Instr. 4)
Common Stock 10/3				10/30/2	2018			Р		333,334(1)		A	\$3(1)	5,718,219			I	By Family Trust
Common Stock									850,9	0,904		D						
			Table II - D			curities A IIs, warra								ed				
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution Date,		4. Transaction Code (Instr. r) 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable Expiration Date (Month/Day/Year)		e	d 7. Title and Amou Securities Underly Derivative Securit 3 and 4)		derlying	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported	e s ally g	Ownership Form:	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisat		Expiration Date	Title		Amount or Number of Shares		Transact (Instr. 4)		\$)	
Warrant	\$5	10/30/2018		Р		333,334 <sup>(1)</sup>		10/30/201	8	10/30/2020		nmon ock	333,334	\$3 <sup>(1)</sup>	333,3	34	I	By Family Trust

Explanation of Responses:

1. The Reporting Person purchased 333,334 units ("Units") for \$3.00 per Unit, with each Unit consisting of one share of common stock and a two-year warrant to purchase one share of common stock, in connection with a private placement transaction consummated by the Issuer on October 30, 2018.

/s/ James A. Barnes, Attorney-in-	11/01/2018
Fact	11/01/2018

\*\* Signature of Reporting Person

Date

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

 $^{\ast}$  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).

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

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 Number.

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