

LIQUIDMETAL TECHNOLOGIES INC
Form 424B3
November 14, 2007

Prospectus Supplement Filed pursuant to Rule 424(b)(3)
Registration No. 333-142442

**PROSPECTUS SUPPLEMENT NO. 4
DATED November 14, 2007
(To Prospectus Dated July 17, 2007)**

LIQUIDMETAL TECHNOLOGIES, INC.

12,032,140 Shares of Common Stock

This prospectus supplement supplements information contained in, and should be read in conjunction with, that certain Prospectus, dated July 17, 2007, of Liquidmetal Technologies, Inc, as supplemented by Supplement #1 dated July 27, 2007, Supplement #2 dated August 14, 2007, and Supplement #3 dated September 26, 2007.

This prospectus supplement is not complete without, and may not be delivered or used except in connection with, the original Prospectus and Supplements #1, #2, and #3 thereto. The Prospectus relates to the public sale, from time to time, of up to 12,032,140 shares of our common stock by the selling shareholders identified in the Prospectus.

The information attached to this prospectus supplement modifies and supersedes, in part, the information in the Prospectus, as supplemented. Any information that is modified or superseded in the Prospectus shall not be deemed to constitute a part of the Prospectus, except as modified or superseded by this prospectus supplement or Prospectus Supplements #1, #2, and #3.

This prospectus supplement includes the attached Quarterly Report on Form 10-Q, as filed by us with the Securities and Exchange Commission on November 14, 2007.

We may amend or supplement the Prospectus, as supplemented, from time to time by filing amendments or supplements as required. You should read the entire Prospectus and any amendments or supplements carefully before you make an investment decision.

The Securities and Exchange Commission and state securities regulators have not approved or disapproved these securities or determined if this Prospectus Supplement (or the original Prospectus, as previously supplemented) is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus supplement is November 14, 2007.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2007

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File No. 001-31332

LIQUIDMETAL TECHNOLOGIES, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

33-0264467
(I.R.S. Employer
Identification No.)

30452 Esperanza

Rancho Santa Margarita, CA 92688

(address of principal executive office, zip code)

Registrant's telephone number, including area code: **(949) 635-2100**

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for at least the past 90 days.

Yes No

Indicate by check whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of September 30, 2007, there were 44,662,643 shares of the registrant's common stock, \$0.001 par value, outstanding.

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**LIQUIDMETAL TECHNOLOGIES, INC.
FORM 10-Q
FOR THE QUARTER ENDED SEPTEMBER 30, 2007**

FORWARD-LOOKING INFORMATION

Statements in this report concerning the future sales, expenses, profitability, financial resources, product mix, market demand, product development and other statements in this report concerning the future results of operations, financial condition and business of Liquidmetal Technologies, Inc. are forward-looking statements as defined in the Securities Act of 1933 and Securities Exchange Act of 1934. Investors are cautioned that the Company's actual results in the future may differ materially from those projected in the forward-looking statements due to risks and uncertainties that exist in the Company's operations and business environment, including competition, need for increased acceptance of products, ability to continue to develop and extend our brand identity, ability to anticipate and adapt to a competitive market, ability to effectively manage rapidly expanding operations, amount and timing of operating costs and capital expenditures relating to expansion of our business, operations and infrastructure, ability to provide superior customer service, dependence upon key personnel and the like. The Company's most recent filings with the Securities and Exchange Commission, including Form 10-K, contain additional information concerning many of these risk factors, and copies of these filings are available from the Company upon request and without charge.

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PART I
FINANCIAL INFORMATION

Item 1 Financial Statements

LIQUIDMETAL TECHNOLOGIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS

(in thousands, except share data)

	September 30, 2007 (unaudited)	December 31, 2006
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 715	\$ 144
Trade accounts receivables, net of allowance for doubtful accounts of \$173 and \$82	5,191	3,934
Inventories	2,565	3,765
Prepaid expenses and other current assets	792	830
Total current assets	9,263	8,673
Property, plant and equipment, net	10,378	12,095
Idle equipment	156	194
Other intangibles, net	1,156	1,170
Investment in joint venture	306	3
Other assets	1,920	109
Total assets	23,179	22,244
LIABILITIES AND SHAREHOLDERS DEFICIENCY		
Current liabilities:		
Accounts payable and accrued expenses	8,464	9,802
Deferred revenue	250	202
Short-term debt	2,035	2,669
Long-term debt, current portion, net of debt discounts of \$861 and \$3,636	4,662	14,480
Warrant liabilities	2,758	2,662
Conversion feature liabilities	2,645	1,838
Other liabilities, current portion	75	177
Total current liabilities	20,889	31,830
Long-term debt, net of current portion and debt discounts of \$9,899 and \$0	14,650	225
Other long-term liabilities, net of current portion	387	552
Total liabilities	35,926	32,607
Minority interests	66	
Shareholders' deficiency:		
Common stock, \$0.001 par value; 100,000,000 shares authorized and 44,662,643 issued and outstanding at September 30, 2007 and 44,311,768 issued and outstanding at December 31, 2006	45	44
Additional paid-in capital	137,150	136,031
Accumulated deficit	(153,016)	(149,047)
Accumulated other comprehensive income	3,008	2,609
Total shareholders' deficiency	(12,813)	(10,363)
Total liabilities and shareholders' deficiency	\$ 23,179	\$ 22,244

The accompanying notes are an integral part of the condensed consolidated financial statements.

LIQUIDMETAL TECHNOLOGIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

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(in thousands, except per share data)

(unaudited)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2007	2006	2007	2006
Revenue	\$ 7,106	\$ 8,040	\$ 20,504	\$ 21,685
Cost of sales	5,194	6,449	19,321	17,337
Gross profit	1,912	1,591	1,183	4,348
Operating expenses				
Selling, general, and administrative	1,853	2,290	6,880	7,363
Research and development	331	269	887	753
Total operating expenses	2,184	2,559	7,767	8,116
Loss from operations	(272)	(968)	(6,584)	(3,768)
Loss from extinguishments of debt			(648)	
Change in value of warrants, gain (loss)	220	1,361	4,476	(1,354)
Change in value of conversion feature, gain (loss)	625	1,987	6,137	(1,933)
Other income			49	572
Interest expense	(1,991)	(2,302)	(7,454)	(7,361)
Interest income	14	8	121	17
(Loss) income before minority interest	(1,404)	86	(3,903)	(13,827)
Minority interests	(66)		(66)	
(Loss) income from continuing operations	(1,470)	86	(3,969)	(13,827)
Net (loss) income	(1,470)	86	(3,969)	(13,827)
Other comprehensive (loss) income:				
Foreign exchange translation gain	122	56	399	183
Comprehensive (loss) income	\$ (1,348)	\$ 142	\$ (3,570)	\$ (13,644)
Net loss per share basic and diluted:				
Loss per share basic and diluted	\$ (0.03)	\$ 0.00	\$ (0.09)	\$ (0.32)
Number of weighted average shares - basic and diluted	44,652	44,100	44,736	43,664

The accompanying notes are an integral part of the condensed consolidated financial statements.

LIQUIDMETAL TECHNOLOGIES, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS DEFICIENCY

For the Nine Months Ended September 30, 2007

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(in thousands, except per share data)

(unaudited)

	Common Shares	Common Stock	Additional Paid-in Capital	Accumu- lated Deficit	Accumulated Other Comprehensive Income	Total
Balance, December 31, 2006	44,311,768	\$ 44	\$ 136,031	\$ (149,047)	\$ 2,609	(10,363)
Conversion of notes payable	320,000	1	516			517
Common stocks issued as director s fees	30,875		28			28
Stock-based compensation			575			575
Foreign exchange translation gain					399	399
Net loss				(3,969)		