

COOL TECHNOLOGIES, INC.
Form 4
April 13, 2017

FORM 4

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

OMB APPROVAL

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

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 *
KHIC LLC

2. Issuer Name and Ticker or Trading Symbol
**COOL TECHNOLOGIES, INC.
[WARM]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
36 MANCHESTER DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2016

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

WESTFIELD, NJ 07090

(City) (State) (Zip)

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

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)		
			Code	V	Amount or Price				
Series A Preferred Stock ⁽¹⁾	03/09/2016		J		3	A	\$ 0	3	D
Common Stock, \$0.001 par value	12/23/2016		P		650,000	A	\$ 0.1	650,000	D

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

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number.

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

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 Security (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date		
Call Right to Purchase Common Stock	\$ 0.05	12/08/2016		P	4,000,000		12/08/2016	05/31/2017	Common Stock, \$0.001	4,000,000
Warrant to Purchase Common Stock ⁽²⁾	\$ 0.06	12/08/2016		P	4,000,000		12/08/2016	05/31/2022	Common Stock, \$0.001	4,000,000
Warrant to Purchase Common Stock	\$ 0.12	12/23/2016		P	650,000		12/23/2016	12/23/2021	Common Stock, \$0.001	650,000
Warrant to Purchase Common Stock	\$ 0.15	12/23/2016		P	650,000		12/23/2016	12/23/2021	Common Stock, \$0.001	650,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KHIC LLC 36 MANCHESTER DRIVE WESTFIELD, NJ 07090		X		

Signatures

/s/ Eric Hess,
Secretary 04/13/2017

__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) Shares were assigned to Reporting Person. Each share of Series A Preferred represents 50,000 shares of Common Stock (and has voting rights to 50,000 shares of Common Stock).
- (2) Issuable only upon exercise by the Reporting Person of the Call Right to Purchase Common Stock. If such Call Right is exercised, the warrant expiration date will be five (5) years from the date of exercise of the Call Right.

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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