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).

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

OMB APPROVAL OMB Number: 3235-0287

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| Santana Will (Last) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol PetIQ, Inc. [PETQ] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--------------------------------------|---------|-------|--|-------|--|---------------------------------------|--|--|--|--|
| | | | | X | Director | 10% Owner | | | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/30/2019 | x | Officer (give title below) Executive Vice | Other (specify below) President | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Ag | | | | | | | |
| (Street) | | | 4. If Amenument, Date of Original Filed (Month/Day/real) | Line) | | ig (Check Applicable | | | | |
| EAGLE ID | | 83616 | | X | Form filed by More than One Reporting | | | | | |
| , | | | - | | | | | | | |
| (City) | (State) | (Zip) | | | Person | | | | | |
| | | | | | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table I - Nor | 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) | Code (| | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Class A Common Stock | 08/30/2019 | | C ⁽¹⁾ | | 40,000 | A | \$0 | 60,000 | [⁽²⁾ | See Footnote | |

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. Transa Code (8) | | of Deri Sec Acq (A) o Disp of (I | umber vative urities uired or oosed o) (Instr. and 5) | Expiration Date (Month/Day/Year) rites seed (Instr. | | te of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|---|--------------------|----------------------------|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Class B Common Stock | (3) | 08/30/2019 | | C ⁽¹⁾ | | | 40,000 | (3) | (3) | Class A Common Stock | 40,000 | \$0 | 876,833 | I ⁽²⁾ | See footnote |

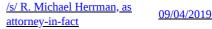
Explanation of Responses:

1. Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.

2. The shares of Common Stock are held by VIP Petcare Holdings, Inc. Mr. Santana holds 50% of the equity interests of VIP Petcare Holdings, Inc.

3. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

Remarks:



** Signature of Reporting Person Date

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

* 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.