

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Surna Inc.

Form: 4

Date Filed: 2018-11-28

Corporate Issuer CIK: 1482541

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden hours per response... 0.5☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting Person*
McDonald Anthony K
(Last) (First) (Middle)
11934 W. 75TH STREET
(Street)
ARVADA, CO 80005
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Surna Inc. [SRNA]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
☒ Director ☐ 10% Owner
☒ Officer (give title below) Other (specify below)
CEO/President

3. Date of Earliest Transaction (Month/Day/Year)
11/28/2018

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price

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

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 control number. SEC 1474 (9-02)

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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Restricted Stock Units (1)	\$ 0 (1)	11/28/2018	11/28/2018	J			197,368	(1)	(1)	Common Stock	197,368	\$ 0 (1)	0	D	
Option to purchase common stock (2)	\$ 0.089	11/28/2018	11/28/2018	A		1,000,000		11/28/2018	11/28/2028	Common Stock	1,000,000	(2)	1,000,000	D	
Option to purchase common stock (3)	\$ 0.089	11/28/2018	11/28/2018	A		2,000,000		12/31/2019	11/28/2028	Common Stock	2,000,000	(3)	3,000,000	D	
Option to purchase common stock (4)	\$ 0.089	11/28/2018	11/28/2018	A		2,000,000		12/31/2020	11/28/2028	Common Stock	2,000,000	(4)	5,000,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDonald Anthony K 11934 W. 75TH STREET ARVADA, CO 80005	X		CEO/President	

Signatures

/s/ Anthony K. McDonald
Signature of Reporting Person
11/28/2018
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).

On September 12, 2018, in connection with the reporting person's appointment to the Issuer's Board of Directors (the "Board"), the Board granted the reporting person 197,368 restricted stock units ("RSUs"), which are scheduled to vest on September 12, 2019, subject to his continued service through the vesting date. The closing price of the Issuer's common stock as the grant date was \$0.152.

(1) The grant of the RSUs was a transaction exempt from Section 16(b) of the Exchange Act. In connection with the grant of non-qualified stock options disclosed in Table II above, the Reporting Person agreed with the Board to surrender the RSU's to the Issuer, for cancellation as of November 28, 2018.

- On November 28, 2018, the Issuer's board of directors approved the grant of non-qualified stock options to purchase 1,000,000 shares of common stock at an exercise price of \$0.089, the closing price of Issuer's common stock on November 27, 2018, which were vested and exercisable on the date of grant. These options were granted in connection with the Reporting Person's appointment as the Company's CEO and President. The grant of these options and the issuance of shares of common stock upon exercise thereof are transactions exempt from Section 16(b) of the Exchange Act.
- On November 28, 2018, the Issuer's board of directors approved the grant of non-qualified stock options to purchase 2,000,000 shares of common stock at an exercise price of \$0.089, the closing price of Issuer's common stock on November 27, 2018, which vest and become exercisable on December 31, 2019 if the Reporting Person continues to be employed by the Issuer on that date. These options were granted in connection with the Reporting Person's appointment as the Company's CEO and President. The grant of these options and the issuance of shares of common stock upon exercise thereof are transactions exempt from Section 16(b) of the Exchange Act.
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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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Company Act of 1940
See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting Person McDonald Anthony K		2. Issuer Name and Ticker or Trading Symbol Surna Inc. [SRNA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) CEO/President <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle) 11934 W. 75TH STREET		3. Date of Earliest Transaction (Month/Day/Year) 11/28/2018					
(Street) ARVADA, CO 80005		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
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Option to purchase common stock (2)	\$ 0.089	11/28/2018	11/28/2018	A	1,000,000	11/28/2018 11/28/2028	Common Stock 1,000,000	(2)	1,000,000	D	
Option to purchase common stock (3)	\$ 0.089	11/28/2018	11/28/2018	A	2,000,000	12/31/2019 11/28/2028	Common Stock 2,000,000	(3)	3,000,000	D	
Option to purchase common stock (4)	\$ 0.089	11/28/2018	11/28/2018	A	2,000,000	12/31/2020 11/28/2028	Common Stock 2,000,000	(4)	5,000,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDonald Anthony K 11934 W. 75TH STREET ARVADA, CO 80005	X		CEO/President	

Signatures

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- (3) On November 28, 2018, the Issuer's board of directors approved the grant of non-qualified stock options to purchase 2,000,000 shares of common stock at an exercise price of \$0.089, the closing price of Issuer's common stock on November 27, 2018, which vest and become exercisable on December 31, 2020 if the Reporting Person continues to be employed by the Issuer on that date. These options were granted in connection with the Reporting Person's appointment as the Company's CEO and President. The grant of these options and the issuance of shares of common stock upon exercise thereof are transactions exempt from Section 16(b) of the Exchange Act.
- (4)

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