

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Surna Inc.

Form: 4

Date Filed: 2018-12-20

Corporate Issuer CIK: 1482541

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Check this box if no

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

OMB A	APPF	ROV	AL	
MB Number:			3235-0)2

longer subject to Section 16. Form 4 or Form 5 obligations may continue.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours 0.5 er response.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the See Instruction 1(b). Investment Company Act of 1940

Name and Address of Reporting Person Keen Brandy Marie				2. Issuer I Surna Ind			r Trading S	ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	(Middle)	3. Date of E	Earliest Tr	ansaction	(Month/Da	y/Year)		Officer (give title		XOther	(specify below)				
6914 PEACE	STREET		-	12/18/20	18							Form	ner 10% Owner		
		(Street)	4	4. If Amend	dment, Dat	te Origina	I FiledMonth	/Day/Year)			6. Individual or Jo Form filed by One _X_ Form filed by Mor	Reporting Pers	son	able Line)	
FREDERICK (City)	, CO 80530	(State)	(Zip)												
		(Otate)									ired, Disposed o				
1.Title of Security (Instr. 3)	у		2. Transaction Date (Month/Day/Yea	ar) any	on Date, i	(Instr. 8)		4. Securiti A) or Disp Instr. 3, 4	osed of ((Instr. 3 and 4)		Ownership Form:	7. Nature of Indirect Beneficial	
				(Month/	/Day/Year	Code	e V	Amount	(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Sto (2)	ck, par valı	ue \$0.00001 (1)	12/18/2018	12/18/	/2018	А		35,190	A	<u>(2)</u>	18,194,859			D	
Reminder: Repo	rt on a separa	te line for each cla	ss of securities ben	neficially ow	vned direc	tly or indi	_ ·							050	171 (0.00)
Reminder: Repo	rt on a separa	te line for each cla		I - Derivati	ve Securi	ties Acqu	Person form ar OMB co	e not requentrol nur	uired to r nber. or Benefi	respon icially	llection of inforr d unless the for Owned				1474 (9-02)
Reminder: Repo	rt on a separa	te line for each cla		I - Derivati	ve Securi	ties Acqu warrants,	Person form ar OMB co	e not requestrol nur osed of, convertib	uired to r nber. or Benefi le securi	respon icially ties)	d unless the for	m displays			1474 (9-02)
	2.		Table II 3A. Deemed Execution Date, if	- Derivati (e.g., pu 4. Transactic Code	ve Securi ts, calls, v 5. Nu Deriv Securi Acqui or Dis (D)	ties Acqu warrants, mber of ative rities ired (A) sposed of	Person form ar OMB co uired, Disp options,	e not requented nur osed of, convertib ercisable tion Date	or Benefi le securi 7. Title	icially ties)	Owned Amount of ecurities	m displays 8. Price of	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II 3A. Deemed Execution Date, if any	- Derivati (e.g., pu 4. Transactic Code	ve Securits, calls, calls, 5. Nu Deriv Security Acquired or Dis (D) (Instr.	ties Acqu warrants, mber of ative rities ired (A) sposed of 3, 4,	Person form ar OMB course, poptions, of the Example 2 options, and Expiration 1 options of the Expiration 2 option	e not requented nurse osed of, convertible ercisable tion Date y/Year)	or Benefi le securi 7. Title Under (Instr.	icially ties) e and A	Owned Amount of ecurities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Keen Brandy Marie 6914 PEACE STREET FREDERICK, CO 80530				Former 10% Owner				
Keen Stephen Banks 6914 PEACE STREET FREDERICK, CO 80530				Former 10% Owner				

Signatures

/s/ Brandy M. Keen	12/20/2018
Signature of Reporting Person	Date
/s/ Stephen B. Keen	12/20/2018
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) The amount of common stock beneficially owned by the Reporting Persons under Table I, column 5 includes 1,000,000 shares of common stock issued to Brandy Keen on July 13, 2018 in settlement of 1,000,000 restricted stock units that vested on June 30, 2018. The grant of the restricted stock units was previously reported in a Form 4 filed on May 31, 2018.
- On December 18, 2018, the Issuer issued 35,190 shares of common stock to the Reporting Persons in connection with the Issuer's exercise of an option under a Preferred Stock Option Agreement dated May 29, 2018. The Issuer previously reported this Preferred Stock Option Agreement in Table II on a Form 4 filed on May 31, 2018. Pursuant to the exercise of this option and the closing of the (2) transactions thereunder on December 18, 2018, the Issuer acquired all 35,189,669 shares of preferred stock owned by the Reporting Persons in exchange for 35,190 shares of common stock. The common stock issued upon exercise were restricted shares. The option expired on April 30, 2020. As consideration for Reporting Persons' grant of the option, the Issuer also paid them \$5,000. The

sale of the preferred stock by the Reporting Persons and the issuance of common stock to the Reporting Persons upon exercise of the option by the Issuer, are transactions exempt from Section

Remarks: The Reporting Persons are longer subject to Section 16 based on their ownership of the Issuer's common stock being less than 10%.
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Potential persons who are to 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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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL				
OMB Number:	3235-0287			
Estimated average but	rden hours			

er response.

Stock

0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Res	sponses)																
Keen Brandy Marie Surna Inc. [SRNA]					and Ticker or Trading Symbol							Relationship of Reporting Person(s) to Issuer (Check all applicable)					
6914 PEACE	STREET	(First)		Date of Earliest Transaction (Month/Day/Year) 12/18/2018							Director 10% Owner Officer (give title below) X Other (specify below) Former 10% Owner						
EDEDEDION		(Street)		4. If Amend	dment,	Date	e Origina	l Filed	Month	/Day/Year)			6. Individual or Jo Form filed by One _X_ Form filed by More	Reporting Pers	on	able Line)	
FREDERICK,	CO 80530	(State)	(Zip)				T-1-1-		D.		\		inad Diamanda	f D	:-:-!! 0		
1.Title of Security 2. Transa (Instr. 3) Date			2. Transaction			ĺ	3. Transacti Code (Instr. 8)		n 4	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ired	5. Amount of Sec	d of, or Beneficially Owner Securities Beneficially Owner orted Transaction(s)		Ownership Form:	Beneficial
				(Month	n/Day/Y	ear)	Code	е	V	Amount	(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stoo (2)	ck, par valı	ue \$0.00001 (1)	12/18/2018	12/18	3/2018		Α		3	35,190	Α	<u>(2)</u>	18,194,859			D	
Reminder: Renor	t on a senara	te line for each clas	es of securities ha	neficially o	wned di	iroct	ly or indi	ractly									
Tienimaen, rieper	t on a sopara	ile iiie ioi easii ola		nonoidily of	Wilda di		ly or man	Pe	rson: rm ar		uired to		ollection of inform and unless the for				1474 (9-02)
			Table I	I - Derivati (<i>e.g.</i> , pu						osed of, convertib		•	Owned				
Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number of 6. Date ransaction Derivative and Excode Securities (Month		5. Date Exercisable 7. Title and underlying \$ (Instr. 3 and		Securities	Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	V (A)	(D)	Date Exerc	cisabl	Expirati e Date	on Title		Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Preferred Stock Option	\$ 0 ⁽²⁾	12/18/2018	12/18/2018	М			0 (2)		(2)	<u>(2)</u>	Pref	ferred	35,189,669	<u>(2)</u>	0	D	

Reporting Owners

Agreement

Domestica Occasion Name / Address		Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Keen Brandy Marie 6914 PEACE STREET FREDERICK, CO 80530				Former 10% Owner					
Keen Stephen Banks 6914 PEACE STREET FREDERICK, CO 80530				Former 10% Owner					

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/s/ Brandy M. Keen	12/20/2018
Signature of Reporting Person	Date
/s/ Stephen B. Keen	12/20/2018
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