FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

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

1. Name and Address of Reporting Person* GORDON KEVIN K						2. Issuer Name and Ticker or Trading Symbol <u>Liquidia Technologies Inc</u> [LQDA]								(Chec	k all app Dired	olicable) ctor	g Person(s) to Issuer 10% Owner Other (specify	
(Last) 419 DAV	(Fii IS DRIVE,	rst) (SUITE 100	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/22/2019							X	belov	,	below t and CFO		
(Street) MORRIS (City)	SVILLE NO		27560 Zip)		- 4. If	f Amendment, Date of Original Filed (Month/Day/Year)						6. Indi Line) X	•					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)				Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		and 5) Sec Ben		icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
										v	Amount	(A) (D)	Pric	e	Trans	action(s) 3 and 4)		(111501.4)
Common Stock 01/22/2				2019	019		S ⁽¹⁾		2,967	D \$14		4.14 ⁽²⁾	171,563(3)(4)		D			
Common Stock 01/22/2				2019	019		S ⁽¹⁾		8,355	D \$14		4.84(5)	34 ⁽⁵⁾ 163,208 ⁽⁶⁾⁽⁷⁾		D			
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 Exercity Price of Derivative Security		se (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 Exercisab Expiration Date (Month/Day/Year)		ite	Amount of		Der Sec (Ins	rice of ivative urity tr. 5)	tive derivative ty Securities	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amou or Number of Shares	er				

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 8, 2018.
- 2. The price in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$13.75 to \$14.36, inclusive. The reporting person undertakes to provide to Liquidia Technologies, Inc., any holder of Liquidia Technologies, Inc. stock or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote 2 to this Form 4.
- 3. Includes (i) 28,927 former restricted stock units ("RSUs") which settled into common stock on January 22, 2019 on a net basis following the sales of an aggregate of 2,967 shares of common stock to cover estimated taxes, transaction costs and fees associated with the vesting event, (ii) 95,682 remaining RSUs granted on January 22, 2018, which shall be settled into common stock in 36 equal monthly installments commencing January 22, 2019, subject to Mr. Gordon's continuous service as of each such date; (iii) 41,084 RSUs granted on July 25, 2018, which shall be settled into common stock pursuant to the following vesting schedule: 25% of the RSUs shall vest on July 25, 2019, with the remainder vesting in 36 equal monthly installments thereafter, subject to Mr. Gordon's continuous service as of each such date; and
- 4. (iv) 5,870 RSUs granted on October 12, 2018 which shall be settled into common stock pursuant to the following vesting schedule: 25% of the RSUs shall vest on August 14, 2019, with the remaining 75% of such RSUs vesting in 36 equal monthly installments thereafter, subject to Mr. Gordon's continuous service as of each such date.
- 5. The price in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$14.50 to \$15.39, inclusive. The reporting person undertakes to provide to Liquidia Technologies, Inc., any holder of Liquidia Technologies, Inc. stock or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote 5 to this Form 4.
- 6. Includes (i) 20,572 former RSUs which settled into common stock on January 22, 2019 on a net basis following the sales of an aggregate of 11,322 shares of common stock (inclusive of the 2,967 shares which were sold as described in footnote 3) to cover estimated taxes, transaction costs and fees associated with the vesting event, (ii) 95,682 remaining RSUs granted on January 22, 2018, which shall be settled into common stock in 36 equal monthly installments commencing January 22, 2019, subject to Mr. Gordon's continuous service as of each such date; (iii) 41,004 RSUs granted on July 25, 2018, which shall be settled into common stock pursuant to the following vesting schedule: 25% of the RSUs shall vest on July 25, 2019, with the remainder vesting in 36 equal monthly installments thereafter, subject to Mr. Gordon's continuous service as of each such date; and
- 7. (iv) 5,870 RSUs granted on October 12, 2018 which shall be settled into common stock pursuant to the following vesting schedule: 25% of the RSUs shall vest on August 14, 2019, with the remaining 75% of such RSUs vesting in 36 equal monthly installments thereafter, subject to Mr. Gordon's continuous service as of each such date.

/s/ Michael A. Goldstein, as attorney-in-fact for Kevin

01/24/2019

Gordon

** 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.