

Burlend Matthew D
 Form 4
 February 13, 2019

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 *
 Burlend Matthew D

(Last) (First) (Middle)
 C/O VIRTRA, INC., 7970 S.
 KYRENE RD.
 (Street)

TEMPE, AZ 85284

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 VirTra, Inc [VTSI]

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/28/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Operating Officer & VP

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. D S |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|--------|
| | | | | | | | | |

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| (Instr. 3) Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---|------------------|--|------|---|-------|-----|---------------------|--------------------|-----------------|--|
| Stock option (right to buy) ⁽¹⁾ | \$ 1.88 | 06/28/2018 | J | | 5,000 | | 07/01/2011 | 07/01/2018 | Common Stock | 5,000 |
| Stock option (right to buy) ⁽³⁾ | \$ 1.4 | 11/14/2018 | J | | 5,000 | | 01/01/2012 | 01/01/2019 | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| Burlend Matthew D C/O VIRTRA, INC. 7970 S. KYRENE RD. TEMPE, AZ 85284 | X | | | Chief Operating Officer & VP |

Signatures

/s/ Matthew D.
Burlend

02/13/2019

**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) Represents a non-qualified stock option to purchase 5,000 shares of the issuer's common stock at an exercise price of \$1.88 per share granted to Mr. Burlend on July 1, 2011.

(2) Rather than have this stock option exercised in the market, the issuer purchased the stock option from Mr. Burlend for cash on June 28, 2018. The issuer's purchase of this stock option was effected in the same manner as stock option purchases from all other staff of the issuer. This Form 4 is being filed to report this previously unreported transaction.

(3) Represents a non-qualified stock option to purchase 5,000 shares of the issuer's common stock at an exercise price of \$1.40 per share granted to Mr. Burlend on January 1, 2012.

(4) Rather than have this stock option exercised in the market, the issuer purchased such stock options from Mr. Burlend for cash on November 14, 2018. The issuer's purchase of this stock option was effected in the same manner as stock option purchases from all other staff of the issuer. This Form 4 is being filed to report this previously unreported transaction.

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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