SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

			or Section 30(h) of the Investment Company Act of 1940			
1. Name and Addre	ess of Reporting Pers <u>1 D</u>	:on*	2. Issuer Name and Ticker or Trading Symbol Xtant Medical Holdings, Inc. [XTNT]	(Check	ationship of Reporting Pers (all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify
(Last) 664 CRUISER	(First) LANE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/15/2022	X	below) Chief Commercial	below)
(Street) BELGRADE (City)	MT (State)	59714 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting 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	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	Transaction(s) (Instr. 3 and 4)	(1130.4)	(1130.4)
Common Stock, \$0.000001 par value	08/15/2022		A		410,079 ⁽¹⁾	A	\$ <mark>0</mark>	726,571 ⁽²⁾	D	
Common Stock, \$0.000001 par value	08/16/2022		S ⁽³⁾		18,700	D	\$ 0.4905 ⁽⁴⁾	707,871 ⁽²⁾	D	
Common Stock, \$0.000001 par value	08/17/2022		S ⁽³⁾		4,300	D	\$0.4766 ⁽⁵⁾	703,571 ⁽²⁾	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 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		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (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: 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				

Explanation of Responses:

1. These shares will vest and be issued with respect to 102,520 shares on each of August 15, 2023, August 15, 2024 and August 15, 2025 and with respect to 102,519 shares on August 15, 2026 pursuant to a restricted stock unit granted under the Xtant Medical Holdings, Inc. Amended and Restated 2018 Equity Incentive Plan.

2. Includes 588,046 shares that will be issued over time subject to vesting pursuant to restricted stock units granted under the Xtant Medical Holdings, Inc. Amended and Restated 2018 Equity Incentive Plan.

3. These shares were sold under a pre-arranged sales instruction pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, to cover the estimated tax withholding obligations in connection with the vesting of restricted stock units.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$0.47161 to \$0.52, inclusive. The reporting person undertakes to provide to Xtant Medical Holdings, Inc., any security holder of Xtant Medical Holdings, Inc., 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 (4) to this Form 4.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$0.47 to \$0.4953, inclusive. The reporting person undertakes to provide to Xtant Medical Holdings, Inc., any security holder of Xtant Medical Holdings, Inc., 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.

/s/ Amy Culbert, attorney-in-

fact

08/17/2022

** 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.

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Instruction 1(b).