

Leatt Christopher James
 Form 3
 July 09, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
 A Leatt Christopher James
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 06/29/2012

3. Issuer Name and Ticker or Trading Symbol
 Leatt Corp [LEAT]

4. Relationship of Reporting Person(s) to Issuer

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

50 KIEPERSOL DRIVE, ATLAS GARDENS, A CONTERMANSKLOOF ROAD

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other (specify below)
 (give title below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DURBANVILLE, WESTERN CAPE, A T3 A 7441

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|
| Common Stock, par value \$0.001 per share | 49,972,703 | I ⁽¹⁾ | See Note ⁽¹⁾ |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---|---|---|
|--|--|--|---|---|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|------------------|--------------|----------------------------|----------|---------------------------------------|---|
| Series A Convertible Preferred Stock | 12/25/2008 | ∧ ⁽²⁾ | Common Stock | 2,400,000 ⁽²⁾ | \$ 0 | D | ∧ |
| Options to purchase Common Stock, par value \$0.001 per share | 02/01/2012 | 02/01/2017 | Common Stock | 1,300,000 ⁽³⁾ | \$ 0.04 | D | ∧ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Leatt Christopher James 50 KIEPERSOL DRIVE, ATLAS GARDENS CONTERMANSKLOOF ROAD DURBANVILLE, WESTERN CAPE,∧ T3∧ 7441 | ∧ X | ∧ X | ∧ | ∧ |

Signatures

/s/ Christopher J. Leatt 07/09/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 49,847,564 shares of the Issuer's common stock held directly by the Reporting Person and 125,139 shares of common stock held by members of the Reporting Person's immediate family.
- Represents shares of the Issuer's preferred stock issued to the Reporting Person in connection with a Settlement Agreement, dated September 25, 2008, between the Reporting Person and the Issuer. The shares are convertible into the Issuer's common stock on a basis of one common share for each preferred share held.
- (3) Represents a vested 5-year options to purchase shares of the Issuer's common stock at \$0.04 per share, issued to the Reporting Person under the Issuer's 2011 Equity Incentive Plan, for which options to purchase 520,000 shares vested on February 1, 2012, the grant date, and options to purchase an additional 780,000 shares will vest in three equal portions on each of December 31, 2012, 2013 and 2014.

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.