

PASSANTINO DENNIS P  
Form 4  
February 09, 2006

**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 \*  
PASSANTINO DENNIS P

2. Issuer Name and Ticker or Trading Symbol  
SCOTTS LIQUID GOLD INC [slgd]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
4880 HAVANA ST  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/14/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
V.P. - Operations

DENVER, CO 80239  
(City) (State) (Zip)

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

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 30,000  | D  |                                   |
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 54,537 <sup>(1)</sup>   | I  | By ESOP                           |

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

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SEC 1474  
(9-02)

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**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Incentive Stock Option (right to buy)      | \$ 0.5   |                                      |  |                                |   | 05/01/2002 04/30/2005                                    | Common Stock 10,000   |
| Incentive Stock Option (right to buy)      | \$ 0.46  |                                      |  |                                |   | 02/25/2003 02/24/2008                                    | Common Stock 77,000   |
| Incentive Stock Option (right to buy)      | \$ 0.62  |                                      |  |                                |   | 11/28/2003 11/27/2008                                    | Common Stock 8,000  |
| Incentive Stock Option (right to buy)      | \$ 0.54  |                                      |  |                                |   | 05/04/2005 05/03/2010                                    | Common Stock 80,000   |
| Incentive Stock Option (right to buy)      | \$ 0.6   |                                      |  |                                |   | 08/23/2005 08/22/2010                                    | Common Stock 5,000  |
| Incentive Stock Option (right to buy)      | \$ 0.96  | 12/14/2005                           |  | A                              | 18,400  | 12/14/2005 12/13/2010                                    | Common Stock 18,400   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director    10% Owner    Officer    Other

PASSANTINO DENNIS P  
4880 HAVANA ST  
DENVER, CO 80239

X

V.P. - Operations

## Signatures

Dennis P.  
Passantino

02/09/2006

\*\*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) Shares allocated to Mr. Dennis P. Passantino under an Employee Stock Ownership Plan as of December 31, 2004.

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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