

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>KEITEL WILLIAM E</u> <hr/> (Last) (First) (Middle) <u>C/O TURTLE BEACH CORPORATION</u> <u>11011 VIA FRONTERA, SUITE A/B</u> <hr/> (Street) <u>SAN DIEGO CA 92127</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Turtle Beach Corp [ HEAR ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2020</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/01/2020		A		8,403 <sup>(1)</sup>	A	\$0.00	51,470	D	
Common Stock								14,500	I	By The Keitel McSweeney Family Trust <sup>(2)</sup>

**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 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					
Stock Option (Right to Buy)	\$62.52							(3)	01/30/2024	Common Stock	800	800	D	
Stock Option (Right to Buy)	\$9.16							(3)	04/09/2025	Common Stock	5,459	5,459	D	
Stock Option (Right to Buy)	\$4.64							(3)	04/04/2026	Common Stock	10,776	10,776	D	
Stock Option (Right to Buy)	\$3.6							(3)	04/19/2027	Common Stock	13,889	13,889	D	
Stock Option (Right to Buy)	\$3.12							(3)	04/11/2028	Common Stock	16,025	16,025	D	
Stock Option (Right to Buy)	\$12.1							(3)	04/01/2029	Common Stock	4,132	4,132	D	
Stock Option (Right to Buy)	\$5.95	04/01/2020		A		16,806		(3)	04/01/2021 04/01/2030	Common Stock	16,806	\$0.00 16,806	D	

**Explanation of Responses:**

- These are restricted shares that will vest on April 1, 2021.
- These shares are held in a trust for the benefit of certain of the Reporting Person's family members. The Reporting Person disclaims beneficial ownership of these shares.
- All options are exercisable as of the date of this Form 4.

**Remarks:**

/s/ John T. Hanson, attorney-in-  
fact for William E. Keitel 04/02/2020

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.**