

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

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person* <u>DOORNINK RONALD</u> (Last) (First) (Middle) <u>C/O TURTLE BEACH CORPORATION</u> <u>11011 VIA FRONTERA, SUITE A/B</u> (Street) <u>SAN DIEGO CA 92127</u> (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>08/28/2019</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 08/28/2019 | | J ⁽¹⁾ | | 63,279 | D ⁽¹⁾ | \$8.79 | 320,607 | I | See Footnote ⁽²⁾ |
| Common Stock | 08/28/2019 | | J ⁽¹⁾ | | 63,279 | A ⁽¹⁾ | \$8.79 | 63,279 | I | See Footnote ⁽³⁾ |
| Common Stock | | | | | | | | 4,132 ⁽⁴⁾ | D | |
| Common Stock | | | | | | | | 40,000 | I | See Footnote ⁽⁵⁾ |

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 Options (Right to Buy) | \$12.1 | | | | | | | 04/01/2020 | 04/01/2029 | Common Stock | 4,132 | 4,132 | D | |

Explanation of Responses:

- On August 28, 2019, the Doornink Revocable Living Trust, dated 12/17/96, as amended, transferred 63,279 shares of Turtle Beach common stock to Doornink Investment LTD.
- These securities are held by the Doornink Revocable Living Trust, dated 12/17/96, as amended.
- These securities are held by Doornink Investment LTD. The reporting person is one of two trustees for the trust which serves as the general partner of Doornink Investment LTD. The reporting person disclaims beneficial ownership of the Turtle Beach common stock held by Doornink Investment LTD except to the extent of his pecuniary interest therein.
- These are restricted shares that will vest April 1, 2020.
- These securities are held by the Ron and Martha Doornink Foundation.

Remarks:

/s/John T. Hanson, attorney-in-fact for Ronald Doornink 08/30/2019

** 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.