

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

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**

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>Hanson John T</u>  (Last) (First) (Middle) C/O TURTLE BEACH CORPORATION 11011 VIA FRONTERA, SUITE A/B  (Street) SAN DIEGO CA 92127  (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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CFO, Treasurer and Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2020</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	02/16/2020		M		833	A	(1)	8,051	D	
Common Stock	02/16/2020		F		413 <sup>(2)</sup>	D	\$7.2	7,638	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. 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						Title
Restricted Stock Units	(3)	02/16/2020		M			833	(4)	(4)	Common Stock	833	\$0.00	5,001	D	
Restricted Stock Units	(3)							(5)	(5)	Common Stock	20,000		20,000	D	
Stock Option (Right to Buy)	\$16.52							(6)	11/29/2024	Common Stock	1,146		1,146	D	
Stock Option (Right to Buy)	\$7.24							(6)	05/29/2025	Common Stock	6,250		6,250	D	
Stock Option (Right to Buy)	\$4.64							(7)	04/04/2026	Common Stock	8,630		8,630	D	
Stock Option (Right to Buy)	\$2.04							(8)	11/13/2027	Common Stock	26,513		26,513	D	
Stock Option (Right to Buy)	\$3.12							(9)	04/11/2028	Common Stock	29,391		29,391	D	

