

COOL TECHNOLOGIES, INC.  
Form SC 13G  
March 20, 2017

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_\_\_)\***

Cool Technologies, Inc.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of Class of Securities)

404273 10 4

(CUSIP Number)

Jay A. Palmer

Spirit Bear Limited

1470 1<sup>st</sup> Ave – No. 4A

New York, NY 10075

Tel.: 212-717-5425

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

December 31, 2016

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 404273 10 4 13G Page 2 of 4 Pages

NAMES OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1. Spirit Bear Limited

EIN 27-1347181

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2. (see instructions)

(a) ..

(b) ..

3. SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4. United States

SOLE VOTING  
 POWER

5.

11,374,854  
 SHARED  
 VOTING POWER

6.

0  
 SOLE  
 DISPOSITIVE  
 POWER

7.

11,374,854  
 SHARED  
 DISPOSITIVE  
 POWER

8.

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING  
 PERSON WITH

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,374,854

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  
 (see instructions) ..

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11. 9.62%

TYPE OF REPORTING PERSON (see instructions)

12.

CO

CUSIP No. 404273 10 4 13G Page 3 of 4 Pages

**Item 1.**

(a) Name of Issuer  
Cool Technologies, Inc.

Address of Issuer's Principal Executive Offices  
(b) 8875 Hidden River Parkway – Ste. 300  
Tampa, FL 33637

**Item 2.**

(a) Name of Person Filing  
Spirit Bear Limited

Address of the Principal Office or, if none, residence  
(b) 1470 1<sup>st</sup> Ave.  
New York, NY 10075

(c) Citizenship  
US

(d) Title of Class of Securities  
Common stock, \$0.001 par value per share

(e) CUSIP Number  
404273 10 4

**Item 3.** If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable

**Item 4.**

**Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 11,374,854
- (b) Percent of class: 9.62%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 11,374,854.
  - (ii) Shared power to vote or to direct the vote:
  - (iii) Sole power to dispose or to direct the disposition of: 11,374,854.
  - (iv) Shared power to dispose or to direct the disposition of:

CUSIP No. 404273 10 4 13G Page 4 of 4 Pages

**Item 5. Ownership of Five Percent or Less of a Class.**

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not applicable

**Item 8. Identification and Classification of Members of the Group.**

Not applicable

**Item 9. Notice of Dissolution of Group.**

Not applicable



**Item 10.**

**Certification.**

Not applicable

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

03/17/2017

Date

/s/Jay A. Palmer

Signature

Jay A. Palmer, President

Name/Title