

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

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

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

1. Name and Address of Reporting Person* <u>Hanson John T</u>			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 _____ Officer (give title below) _____ Other (specify below) _____ X CFO, Treasurer and Secretary		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/17/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person _____		
C/O TURTLE BEACH CORPORATION 44 SOUTH BROADWAY, 4TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>WHITE PLAINS NY 10601</u>								
(City)	(State)	(Zip)						

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	11/17/2021		M		1,146	A	\$16.52	20,653	D	
Common Stock	11/17/2021		M		10,000	A	\$12.1	30,653	D	
Common Stock	11/17/2021		S		11,146	D	\$27.4175 ⁽¹⁾	19,507	D	
Common Stock	11/18/2021		M		15,833	A	\$12.1	35,340	D	
Common Stock	11/18/2021		M		21,770	A	\$5.95	57,110	D	
Common Stock	11/18/2021		M		6,250	A	\$7.24	63,360	D	
Common Stock	11/18/2021		S		43,853	D	\$27.4479 ⁽²⁾	19,507	D	
Common Stock	11/19/2021		M		8,630	A	\$4.64	28,137	D	
Common Stock	11/19/2021		M		23,817	A	\$2.04	51,954	D	
Common Stock	11/19/2021		S		31,783	D	\$27.2458 ⁽³⁾	20,171	D	
Common Stock	11/19/2021		S		664	D	\$28.0668 ⁽⁴⁾	19,507	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
Stock Option (Right to Buy)	\$16.52	11/17/2021		M		1,146		(5)	11/29/2024	Common Stock	1,146	\$0.00	0	D	
Stock Option (Right to Buy)	\$12.1	11/17/2021		M		10,000		(6)	04/01/2029	Common Stock	10,000	\$0.00	30,000	D	
Stock Option (Right to Buy)	\$12.1	11/18/2021		M		15,833		(6)	04/01/2029	Common Stock	15,833	\$0.00	14,167	D	
Stock Option (Right to Buy)	\$5.95	11/18/2021		M		21,770		(7)	04/01/2030	Common Stock	21,770	\$0.00	33,230	D	
Stock Option (Right to Buy)	\$7.24	11/18/2021		M		6,250		(5)	05/29/2025	Common Stock	6,250	\$0.00	0	D	
Stock Option (Right to Buy)	\$4.64	11/19/2021		M		8,630		(5)	04/04/2026	Common Stock	8,630	\$0.00	0	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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$2.04	11/19/2021		M			23,817	(5)	11/13/2027	Common Stock	23,817	\$0.00	2,696	D	
Restricted Stock Units	(8)							(9)	(9)	Common Stock	10,000		10,000	D	
Restricted Stock Units	(8)							(10)	(10)	Common Stock	20,625		20,625	D	
Restricted Stock Units	(8)							(11)	(11)	Common Stock	18,000		18,000	D	
Stock Option (Right to Buy)	\$3.12							(12)	04/11/2028	Common Stock	29,391		29,391	D	

Explanation of Responses:

- The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$27.207 to \$27.56 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$27 to \$27.775 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$27 to \$27.977 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- The price reported represents the weighted average sales price of shares sold in multiple transactions at prices ranging from \$28.019 to \$28.1075 per share. The reporting person will provide to the issuer, any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- All options were exercisable as of the transaction date.
- All exercised options were exercisable as of the transaction date, with the remainder options scheduled to vest in equal monthly installments until April 1, 2023.
- All exercised options were exercisable as of the transaction date, with the remainder options scheduled to vest in equal monthly installments until April 1, 2024.
- The securities are restricted stock units representing a contingent right to receive one share of Turtle Beach Corporation common stock, or cash with a value equal to the fair market value of the underlying common stock, or a combination thereof.
- These restricted stock units vest in equal annual installments until April 1, 2023.
- These restricted stock units vest in equal annual installments until April 1, 2024.
- One-quarter of these restricted stock units will vest on April 1, 2022, with the remainder of the restricted stock units vesting in equal annual installments until April 1, 2025.
- These options are scheduled to vest in equal monthly installments until April 11, 2022.

Remarks:

/s/John T. Hanson

11/19/2021

** 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.