

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>CYRUS CAPITAL PARTNERS, L.P.</u> (Last) (First) (Middle) 65 EAST 55TH STREET 35TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Sphere 3D Corp [ANY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/13/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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			
Series A Preferred Shares	11/13/2018		p ⁽¹⁾⁽²⁾		6,500,000	A	(1)(2)	6,500,000	I	See Footnotes ⁽³⁾⁽⁴⁾

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				
Put Option (right to sell)	(5)(6)	11/13/2018		p ⁽⁵⁾⁽⁶⁾		2,500,000		11/13/2018	11/13/2020	Series A Preferred Shares	2,500,000	(5)(6)	2,500,000	I	See Footnotes ⁽³⁾⁽⁴⁾
Call Option (obligation to sell)	(5)(6)	11/13/2018		s ⁽⁵⁾⁽⁶⁾			2,500,000	11/13/2018	11/13/2019	Series A Preferred Shares	2,500,000	(5)(6)	2,500,000	I	See Footnotes ⁽³⁾⁽⁴⁾

1. Name and Address of Reporting Person*
CYRUS CAPITAL PARTNERS, L.P.
 (Last) (First) (Middle)
 65 EAST 55TH STREET
 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
CYRUS CAPITAL PARTNERS GP, LLC
 (Last) (First) (Middle)
 C/O CYRUS CAPITAL PARTNERS, L.P.
 65 EAST 55TH STREET, 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
FREIDHEIM STEPHEN C
 (Last) (First) (Middle)
 C/O CYRUS CAPITAL PARTNERS, L.P.
 65 EAST 55TH STREET, 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

Form 4 Joint Filer Information

Name: Cyrus Capital Partners GP, L.L.C.
Address: c/o Cyrus Capital Partners, L.P.
65 East 55th Street, 35th Floor
New York, NY 10022

Date of Event Requiring Statement: 11/13/18

Name: Stephen C. Freidheim
Address: c/o Cyrus Capital Partners, L.P.
65 East 55th Street, 35th Floor
New York, NY 10022

Date of Event Requiring Statement: 11/13/18

Name: FBC Holdings S.a r.l.
Address: c/o Cyrus Capital Partners, L.P.
65 East 55th Street, 35th Floor
New York, NY 10022

Date of Event Requiring Statement: 11/13/18