

HOUSTON AMERICAN ENERGY CORP

Form 4

June 09, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hartzell Stephen2. Issuer Name and Ticker or Trading  
Symbol  
HOUSTON AMERICAN ENERGY  
CORP [HUSA]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
801 TRAVIS STREET, SUITE 1425  
(Street)3. Date of Earliest Transaction  
(Month/Day/Year)  
06/07/2016\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

HOUSTON, TX 77002

4. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(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)
Common Stock			Code V	Amount (D) Price	56,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control  
number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (Right to Buy)	\$ 5.45							11/21/2007	05/21/2017	Common Stock	10,0
Stock Option (Right to Buy)	\$ 2.05							12/09/2009	06/09/2019	Common Stock	6,60
Stock Option (Right to Buy)	\$ 14.08							12/15/2010	06/15/2020	Common Stock	25,0
Stock Option (Right to Buy)	\$ 16.07							12/13/2011	06/13/2021	Common Stock	25,0
Stock Option (Right to Buy)	\$ 1.65							12/11/2012	06/11/2022	Common Stock	100,0
Stock Option (Right to Buy)	\$ 0.3075							12/11/2013	06/11/2023	Common Stock	25,0
Stock Option (Right to Buy)	\$ 0.415							12/10/2014	06/10/2024	Common Stock	50,0
Stock Option (Right to Buy)	\$ 0.2028							12/09/2015	06/09/2025	Common Stock	50,0
Stock Option (Right to Buy)	\$ 0.2201	06/07/2016		A		50,000		12/07/2016 <sup>(1)</sup>	06/07/2026	Common Stock	50,0
	\$ 0.2201	06/07/2016		A		150,000		06/07/2017 <sup>(2)</sup>	06/07/2026		150,0

Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director   10% Owner   Officer   Other
Hartzell Stephen 801 TRAVIS STREET, SUITE 1425 HOUSTON, TX 77002	

## Signatures

/s/ Stephen  
Hartzell

06/09/2016

\_\_\_\_\_  
Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The options were granted on June 7, 2016 and are exercisable six months from the date of grant, subject to vesting. The options vest 20% on the date of grant and 80% nine months from the grant date.  
  
The options were granted on June 7, 2016 and are exercisable six months from the date of grant, subject to vesting. The options vest (a) 50% on the earlier of (i) June 7, 2017, or (ii) the day prior to the next annual shareholders' meeting, and (b) 50% on the earlier of (ii) June 7, 2018, or (ii) the day prior to the second annual shareholders' meeting following the grant date; provided that (c) all unvested options will vest upon completion of a transaction(s) involving the issuance of equity securities providing not less than \$2 million of additional shareholders' equity.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.