

Grimes R. Keith
Form 4
June 07, 2018

FORM 4

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

OMB APPROVAL

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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 *
Grimes R. Keith

2. 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)
06/05/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

HOUSTON, TX 77002
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					30,000	D	

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

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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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right to Buy)	\$ 1.18					01/02/2013 07/02/2022	Common Stock
Stock Option (Right to Buy)	\$ 0.3075					12/11/2013 06/11/2023	Common Stock
Stock Option (Right to Buy)	\$ 0.415					12/10/2014 06/10/2024	Common Stock
Stock Option (Right to Buy)	\$ 0.2028					12/09/2015 06/09/2025	Common Stock
Stock Option (Right to Buy)	\$ 0.2201					12/07/2016 06/07/2026	Common Stock
Stock Option (Right to Buy)	\$ 0.2201					06/07/2017 06/07/2026	Common Stock
12% Series A Convertible Preferred Stock	\$ 0.2					01/31/2017 12/31/2050 ⁽¹⁾	Common Stock
Stock Option (Right to Buy)	\$ 0.485					03/06/2018 09/06/2027	Common Stock
Stock Option (Right to Buy)	\$ 0.2425	06/05/2018		A	50,000	12/05/2018 ⁽²⁾ 06/05/2028	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grimes R. Keith 801 TRAVIS STREET, SUITE 1425 HOUSTON, TX 77002	X			

Signatures

Keith Grimes 06/07/2018

__Signature of Date
Reporting Person

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) Convertible preferred stock has no expiration date.
 - (2) The options were granted on June 5, 2018 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.

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.