

Gaines Leah S
Form 4
October 03, 2018

FORM 4

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

Check this box
if no longer
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gaines Leah S

(Last) (First) (Middle)

3700 BUFFALO
SPEEDWAY, SUITE 925

(Street)

HOUSTON, TX 77098

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Contango ORE, Inc. [CTGO]

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock, par value \$0.01	05/18/2018		M	(A) or (D) Amount 1,875 (1)	\$ 10.01 (1)	51,828	D
Common Stock, par value \$0.01	05/18/2018		F	(A) or (D) Amount 719 (1)	\$ 26.1 (1)	51,109	D
Common Stock, par value \$0.01	06/28/2018		M	(A) or (D) Amount 3,750 (2)	\$ 10.01 (2)	54,859	D
Common Stock, par	06/28/2018		F	(A) or (D) Amount 1,564 (2)	\$ 24 (2)	53,295	D

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value \$0.01

Common Stock, par value \$0.01	09/25/2018	M	1,875 (3)	A	\$ 10.01 (3)	55,170	D
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Common Stock, par value \$0.01	09/25/2018	F	816 (3)	D	\$ 23 (3)	54,354	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 10.01	05/18/2018		M	1,875	<u>(1)</u>	09/25/2018	Common Stock	1,875
Stock Option (right to buy)	\$ 10.01	06/28/2018		M	3,750	<u>(2)</u>	09/25/2018	Common Stock	3,750
Stock Option (right to buy)	\$ 10.01	09/25/2018		M	1,875	<u>(3)</u>	09/25/2018	Common Stock	1,875

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Gaines Leah S
3700 BUFFALO SPEEDWAY
SUITE 925
HOUSTON, TX 77098

Chief Financial Officer

Signatures

/s/ Leah Gaines

10/03/2018

**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).

On May 18, 2018, the reporting person received 1,156 shares of Common Stock upon the net exercise of 1,875 of the reporting person's
(1) stock options. The reporting person forfeited 719 shares of Common Stock underlying the stock options in payment of the exercise price resulting from the exercise, using the closing price on May 17, 2018 of \$26.10.

On June 28, 2018, the reporting person received 2,186 shares of Common Stock upon the net exercise of 3,750 of the reporting person's
(2) stock options. The reporting person forfeited 1,564 shares of Common Stock underlying the stock options in payment of the exercise price resulting from the exercise, using the closing price on June 28, 2018 of \$24.00.

On September 25, 2018, the reporting person received 1,059 shares of Common Stock upon the net exercise of 1,875 of the reporting
(3) person's stock options. The reporting person forfeited 816 shares of Common Stock underlying the stock options in payment of the exercise price resulting from the exercise, using the closing price on September 25, 2018 of \$23.00.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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