

HOUSTON AMERICAN ENERGY CORP
 Form 4
 September 02, 2016

FORM 4

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

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).

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)
 09/02/2016

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	09/02/2016		P		30,000	\$ 0.1967	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 of Underlying Securities (Instr. 3 and 4)	8. D S (
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 1.18					01/02/2013	07/02/2022	Common Stock	25,000
Stock Option (Right to Buy)	\$ 0.3075					12/11/2013	06/11/2023	Common Stock	25,000
Stock Option (Right to Buy)	\$ 0.415					12/10/2014	06/10/2024	Common Stock	50,000
Stock Option (Right to Buy)	\$ 0.2028					12/09/2015	06/09/2025	Common Stock	50,000
Stock Option (Right to Buy)	\$ 0.2201					12/07/2016 ⁽¹⁾	06/07/2026	Common Stock	50,000
Stock Option (Right to Buy)	\$ 0.2201					06/07/2017 ⁽²⁾	06/07/2026	Common Stock	150,000

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

/s/ Keith Grimes

09/02/2016

**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 (i) June
- (2) 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.

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.