

SCHOONOVER JAMES A
 Form 4
 June 07, 2018

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 *
 SCHOONOVER JAMES A

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)
 1770 COUNTY ROAD H2
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/05/2018

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

WHITE BEAR TOWNSHIP, MN 55110

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

(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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	1,963,138	D	

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

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
12% Series A Convertible Preferred Stock	\$ 0.2					01/31/2017	12/31/2050 ⁽¹⁾	Common Stock
12% Series B Convertible Preferred Stock	\$ 0.36					05/03/2017	12/31/2050 ⁽¹⁾	Common Stock
Warrant	\$ 0.5					06/23/2017	06/23/2018	Common Stock
Stock Option (Right to Buy)	\$ 0.267					10/13/2018	04/13/2028	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
SCHOONOVER JAMES A 1770 COUNTY ROAD H2 WHITE BEAR TOWNSHIP, MN 55110	X		Interim CEO	

Signatures

James Schoonover 06/07/2018

**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).

(1) 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.

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