

Oppenheim Joel Martin
Form 4
December 07, 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 *
Oppenheim Joel Martin

(Last) (First) (Middle)

121 N. POST OAK LANE, APT.
1201

(Street)

HOUSTON, TX 77024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Petrolia Energy Corp [BBL]

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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)
			Code	V	Amount (1) or (D)	Price	
Common Shares	11/09/2018	11/09/2018	P		175,932 (1)	A \$ 0.06	6,295,122 D
Common Shares (Restricted)	11/13/2018	11/13/2018	A		312,500 (2)	A \$ 0.08	6,607,622 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
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SEC 1474
(9-02)

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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)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Warrants	\$ 0.1	09/30/2018	09/30/2018	A	250,000 (3) (4)	01/01/2019 01/01/2021	Common 250,000 (3) (4)
Warrants	\$ 0.1	09/30/2018	09/30/2018	A	250,000 (4) (5)	09/30/2018 09/30/2021	Common 250,000 (4) (5)
Warrants	\$ 0.1	10/31/2018	10/31/2018	A	625,000 (2) (4)	10/31/2018 11/01/2020	Common 625,000 (2) (4)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Oppenheim Joel Martin 121 N. POST OAK LANE, APT. 1201 HOUSTON, TX 77024	X

Signatures

/s/ Joel M
Oppenheim 12/07/2018

**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) Mr. Oppenheim acquired these shares in a private third-party transaction at a market value of \$0.06/share.
- (2) Mr. Oppenheim participated in Private Placement #4 at \$0.08/share, participants also received 2x warrants for every share, exercisable for 2 years.
- (3) Mr. Oppenheim receives a 250,000-warrant issuance quarterly as part of his compensation 2018 compensation package for his service on the Board; exercisable for a 24 months period as of January 1, 2019.
- (4) Each Warrant unit represents a contingent right to receive one share of Petrolia's common stock.

The Transactions reported were part of a LOC agreement, where by the reporting person was to receive 250,000 warrants quarterly, exercisable for 3 years. The exercise price of the additional warrants will be based on the average common stock market price over the previous 90 days.

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.