

HOUSTON AMERICAN ENERGY CORP
 Form 4
 June 09, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
TAWES ORRIE LEE

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)
06/07/2016

____ Director
 ____ Officer (give title below)
 ____ 10% Owner
 ____ 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					2,832,831	D	
Common Stock					119,034	I	By spouse

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

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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 of Shares
Stock Option (Right to Buy)	\$ 5.45					11/21/2007 05/21/2017	Common Stock 10,000
Stock Option (Right to Buy)	\$ 7.2					12/02/2008 06/02/2018	Common Stock 3,333
Stock Option (Right to Buy)	\$ 2.05					12/09/2009 06/09/2019	Common Stock 3,333
Stock Option (Right to Buy)	\$ 14.08					12/15/2010 06/15/2020	Common Stock 25,000
Stock Option (Right to Buy)	\$ 16.07					12/13/2011 06/13/2021	Common Stock 25,000
Stock Option (Right to Buy)	\$ 1.65					12/11/2012 06/11/2022	Common Stock 100,000
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

Buy)

Stock

Option
(Right to
Buy)

\$ 0.1982

09/15/2016

03/15/2026

Common
Stock

10,0

Stock

Option
(Right to
Buy)

\$ 0.2201

06/07/2016

A

50,000

12/07/2016⁽¹⁾

06/07/2026

Common
Stock

50,0

Stock

Option
(Right to
Buy)

\$ 0.2201

06/07/2016

A

150,000

06/07/2017⁽²⁾

06/07/2026

Common
Stock

150,0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TAWES ORRIE LEE
801 TRAVIS STREET, SUITE 1425
HOUSTON, TX 77002

Signatures

/s/ O. Lee Tawes

06/09/2016

**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 (ii) June 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.

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