

clirSPV LLC
Form 3
July 30, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

clirSPV LLC

(Last) (First) (Middle)

119 WARREN AVENUE, 3RD FLOOR

(Street)

SPRING LAKE, NJ 07762

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/20/2018

3. Issuer Name and Ticker or Trading Symbol

CLEARSIGN COMBUSTION CORP [CLIR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Beneficially Owned

1. Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

5,213,543

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D (1) (2) 3

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Contractual Right to Purchase Common Stock	07/20/2018	02/01/2019	Contractual Right to Purchase Common Stock	478,854	\$ 4	I	See Notes ⁽¹⁾ ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
clirSPV LLC 119 WARREN AVENUE 3RD FLOOR SPRING LAKE, NJ 07762	^	^ X	^	^

Signatures

/s/ Robert T. Hoffman Sr, Managing
Member

07/30/2018

 **Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

clirSPV LLC ("clirSPV") is the record holder of the securities reported herein. GPclirSPV LLC ("GPclirSPV") is the Manager of clirSPV.

(1) Princeton Opportunity Management LLC ("Princeton Opportunity Management") has an Investment Management Agreement for clirSPV.

Robert T. Hoffman is the Managing Member of GPclirSPV and Princeton Opportunity Management and shares the power to vote and dispose of the securities beneficially owned by clirSPV. As such, each of GPclirSPV, Princeton Opportunity Management and Robert T.

(2) Hoffman Sr. may be deemed to have or share beneficial ownership of the Common Stock or Contractual Rights to Purchase Common Stock held directly by clirSPV. Each such entity or individual other than clirSPV disclaims any such beneficial ownership except to the extent of their pecuniary interest therein.

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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