

Oppenheim Joel Martin
Form 4
May 15, 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)

2035 SUL ROSS STREET

(Street)

HOUSTON, TX 77098

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/23/2018

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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock (Restricted)	04/23/2018	04/26/2018	M		500,000 (1)	A \$ 0.1	5,701,690 D
Common Stock (Restricted)	04/23/2018	04/26/2018	P		83,333 (3) (4)	A \$ 0.2	5,785,023 D
Common Stock (Restricted)	04/23/2018	04/26/2018	P		104,167 (3) (4)	A \$ 0.2	5,889,190 D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D) <u>(1)</u> <u>(2)</u> <u>(3)</u>	Date Exercisable	Expiration Date	Title	Amount Underlying Securities
Warrants	\$ 0.1	04/23/2018		M			500,000 <u>(1)</u> <u>(2)</u> <u>(3)</u>	05/23/2017	05/23/2020	Common	500,000 (1)
Warrants	\$ 0.2	04/23/2018	04/26/2018	P		104,167 <u>(3)</u> <u>(4)</u>		04/26/2018	10/21/2020	Common	104,167 (3)
Warrants	\$ 0.2	04/23/2018	04/26/2018	P		83,337 <u>(3)</u> <u>(4)</u>		04/26/2018	10/21/2020	Common	83,337 (3)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Oppenheim Joel Martin 2035 SUL ROSS STREET HOUSTON, TX 77098	X

Signatures

/s/ Joel M
Oppenheim 05/15/2018

**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) The price for the transaction reported on this line was \$0.10. The reporting person will provide, upon request by the SEC, the issuer or security holder of the issuer, full information regarding the number of shares.
- (2) Mr. Oppenheim exercised his 500,000 Warrant issuance that were accrued as part of his 2017 compensation package for his service on the Board.
- (3) Each Warrant unit represents a contingent right to receive one share of Petrolia's common stock.
- (4) The Transactions reported were part of a private placement, where by the reporting person was to receive one (1) warrant @ \$0.20, exercisable for 2 year for every paid up restricted common shares purchased for their participation.

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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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