

Contango ORE, Inc.
Form 4
November 08, 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 *
JUNEAU JOHN B

(Last) (First) (Middle)
**3700 BUFFALO
SPEEDWAY,, SUITE 925**

(Street)

HOUSTON, TX 77098

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Contango ORE, Inc. [CTGO]

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2016

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)
President and CEO

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 | (A) or (D) | Price |
| Common Stock, par value \$0.01 | 09/30/2016 | | G | | 475 | D | \$ 0 (1) 175,423 |
| Common Stock, par value \$0.01 | 10/31/2016 | | G | | 1,000 | D | \$ 0 (1) 174,423 |
| Common Stock, par value \$0.01 | 10/28/2016 | | A | | 41,667 | A | \$ 9 (2) 147,234 (4) I |
| | | | | | | | By J5D Enterprises, LP, formerly J4D |

| | | | | | | | | |
|---|------------|---|--------|---|--------------------|-----------------------|---|-----------------------------------|
| Common Stock, par value \$0.01 | 11/07/2016 | A | 41,667 | A | <u>\$ 9</u> (2) | 83,334 ⁽⁵⁾ | I | Enterprises LP |
| | | | | | | | | By Juneau Exploration, L.P. |

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 required to respond unless the form displays a currently valid OMB control number.

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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Warrant (Right to Buy) | \$ 10 | 10/28/2016 | | M | 41,667 | 09/22/2013 03/22/2018 | Common Stock | 41,667 | |
| Warrant (Right to Buy) | \$ 10 | 11/07/2016 | | M | 41,667 | 09/22/2013 03/22/2018 | Common Stock | 41,667 | |
| Stock Option (Right to Buy) | \$ 10 | | | | | ⁽³⁾ 12/07/2017 | Common Stock | 75,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JUNEAU JOHN B 3700 BUFFALO SPEEDWAY, | X | X | President and CEO | |

SUITE 925
HOUSTON, TX 77098

Signatures

/s/ John B.
Juneau

11/08/2016

 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 shares disposition was a charitable donation.
- (2) The original warrants were exercised for cash at \$9 per share as part of a private placement offering opened through November 15, 2016 and shares of common stock were issued.
- (3) The options are fully vested.
- (4) This number represents the amount of common stock owned by J5D Enterprises, LP.
- (5) This number represents the amount of common stock owned by Juneau Exploration, LP.

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.