

GRAN TIERRA ENERGY INC.
Form 4
August 25, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
Mah Glen W

2. Issuer Name and Ticker or Trading Symbol
GRAN TIERRA ENERGY INC.
[GTE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2016

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
See Remarks

C/O GRAN TIERRA ENERGY INC., 200, 150-13 AVENUE SW

(Street)

4. 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

CALGARY, A0 T2R 0V2

(City) (State) (Zip)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/23/2016		C(1)		35,000	A	\$ 0 (1)
					50,000	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)

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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)
Subscription Receipt	\$ 0 ⁽¹⁾	08/23/2016		C	35,000	⁽¹⁾ ⁽¹⁾	Common Stock 35,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mah Glen W C/O GRAN TIERRA ENERGY INC. 200, 150-13 AVENUE SW CALGARY, A0 T2R 0V2			See Remarks	

Signatures

/s/ Diane Phillips,
Attorney-In Fact

08/25/2016

^{**}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).
- On July 8, 2016, the reporting person acquired 35,000 Subscription Receipts. On August 23, 2016, upon satisfaction of certain previously disclosed conditions, each Subscription Receipt was automatically convertible into one share of the Issuer's common stock without the payment of additional consideration or further action on the part of the reporting person.

Remarks:

Vice President, Business Development

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.

Holt 6,895,834 99,618 560,974 5,146,791 Abe Hong 7,448,495 8,768 99,163 5,146,791 Richard A. Kerley 7,431,773 25,490 99,163 5,146,791

Proposal 2. The ratification of the selection of EKS&H LLLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. In accordance with the results below, the selection of EKS&H LLLP was ratified.

Votes For	Votes Against	Abstentions
12,275,725	177	427,315

Proposal 3. The approval of the amendment of The Joint Corp. Amended and Restated 2014 Incentive Stock Plan (the “Stock Plan”) to increase the number of shares reserved for issuance by 700,000 shares. In accordance with the results below, the increase in the number of shares reserved for issuance under the Stock Plan was adopted.

Votes For	Votes Against	Abstentions	Broker Non-Votes
5,688,044	1,684,325	184,057	5,146,791

Proposal 4. The approval of the shareholder proposal to amend the Company’s bylaws to provide for stockholder proxy access for purposes of nominating a candidate for election to the board of directors. In accordance with the results below, the shareholder proposal was adopted.

Votes For	Votes Against	Abstentions	Broker Non-Votes
5,447,411	224,180	1,884,835	5,146,791

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 5, 2018

The Joint Corp.

By/s/ Peter D. Holt
Peter D. Holt
President and Chief Executive Officer