

Schick John Douglas
Form 3
August 27, 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 *

Â Schick John Douglas

(Last) (First) (Middle)

1250 WOOD BRANCH PARK
DR.

(Street)

HOUSTON,Â TXÂ 77079

(City) (State) (Zip)

1. Title of Security
(Instr. 4)

Common Stock

2. Date of Event Requiring Statement

(Month/Day/Year)

08/01/2018

3. Issuer Name **and** Ticker or Trading Symbol
PEDEVCO CORP [PED]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

0

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

D

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

Â

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

SEC 1473 (7-02)

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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)	
Convertible Promissory Note	08/29/2018	08/01/2021	Common Stock	246,305 <u>(1)</u> <u>(2)</u>	\$ 2.03 <u>(1)</u> <u>(2)</u>	I	Through Norexas Oil and Gas, LLC

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schick John Douglas 1250 WOOD BRANCH PARK DR. HOUSTON, TX 77079	Â	Â	Â President	Â

Signatures

/s/ J.Douglas
Schick

08/27/2018

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).

(1) The Convertible Promissory Note and all accrued interest thereon is convertible into shares of common stock of the Issuer, from time to time following the determination of the VWAP Price (as defined below), at the option of the holder thereof, at a conversion price equal to the greater of (x) \$2.03 per share; and (y) the VWAP Price. The "VWAP Price" equals the volume weighted average price (calculated by aggregate trading value on each trading day) of the Issuer's common stock for the 20 trading days ending August 29, 2018.

(2) As the VWAP Price is not yet calculable, the number of shares described above is based on a \$2.03 per share conversion price, subject to adjustment in connection with the final VWAP Price. The terms of the Convertible Promissory Note are described in greater detail in the Form 8-K filed by the Issuer with the SEC on August 1, 2018.

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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