

Kamin Tony
Form 4
March 29, 2019

FORM 4

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

OMB APPROVAL

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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 *
Kamin Tony

2. Issuer Name and Ticker or Trading Symbol
EMPIRE PETROLEUM CORP
[EMPR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/27/2019

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

619 BLUFF STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

GLENCOE, IL 60022

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/27/2019 | | X | | 66,667 | A | \$ 0.15 |
| Common Stock | 03/27/2019 | | X | | 266,667 | A | \$ 0.15 |
| | | | | | 456,667 | D | |
| | | | | | 484,304 | I | |

By RLR Services Partnership

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Common Stock Warrant (Right to Buy) | \$ 0.15 | 03/27/2019 | | X | 66,667 | 12/01/2017 12/31/2019 | Common Stock |
| Common Stock Warrant (Right to Buy) | \$ 0.15 ⁽¹⁾ | 03/27/2019 ⁽¹⁾ | | X | 266,667 | 12/23/2016 12/31/2019 ⁽¹⁾ | Common Stock |
| Convertible Note | \$ 0.1 ⁽²⁾ | 03/27/2019 ⁽²⁾ | | J | 0 ⁽²⁾ | 12/23/2016 12/31/2019 ⁽²⁾ | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Kamin Tony 619 BLUFF STREET GLENCOE, IL 60022 | X | X | | |

Signatures

/s/ Tony Kamin 03/29/2019
 **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) Common Stock Warrant was amended on 12/31/2018 to extend expiration date from 12/31/2018 to 12/31/2019. Amended further on 3/27/2019 to adjust number of shares underlying warrant from 160,000 shares to 266,667 shares and to reduce exercise price from \$0.25 per share to \$0.15 per share.

(2) On 12/31/2018 maturity date of Convertible Note in aggregate principal amount of \$40,000 was extended from 12/31/2018 to 12/31/2019. Amended on 3/27/2019 to adjust number of shares underlying note from 266,667 shares to 400,000 shares and to reduce conversion price from \$0.15 per share to \$0.10 per share.

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