

TRANSATLANTIC PETROLEUM LTD.
Form 4
November 08, 2016

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 *
Mitchell Noah Malone III

2. Issuer Name and Ticker or Trading Symbol
TRANSATLANTIC PETROLEUM LTD. [TAT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
16803 DALLAS PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2016

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

ADDISON, TX 75001
(City) (State) (Zip)

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

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	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	Disposed of (D)		Date Exercisable	Expiration Date	Title
				(Instr. 3, 4, and 5)	(A)			
Convertible Note	\$ 0 ⁽¹⁾	11/04/2016	D		301,469 ⁽¹⁾	⁽²⁾	07/01/2017	Common Shares
Series A Convertible Preferred Shares	\$ 1.0928	11/04/2016	A		41,000 ⁽¹⁾	⁽⁵⁾	11/04/2024	Common Shares
Series A Convertible Preferred Shares	\$ 1.0928	11/04/2016	A		1,000 ⁽⁶⁾	⁽⁵⁾	11/04/2024	Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mitchell Noah Malone III 16803 DALLAS PARKWAY ADDISON, TX 75001	X	X	Chief Executive Officer	

Signatures

Meredith v. Kennedy,
Attorney-in-Fact

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) Dalea Partners, LP ("Dalea") disposed of \$2.05 million of 13.0% Convertible Notes due 2017 (the "2017 Notes") in exchange for 41,000 shares of 12.0% Series A Convertible Redeemable Preferred Shares ("Series A Preferred") in an issuer exchange offer.
- (2) The 2017 Notes were convertible at any time after July 1, 2015.
- (3) The reporting person disclaims beneficial ownership of the securities covered by this statement except to the extent of his pecuniary interest therein, and the inclusion of the securities covered by this statement herein shall not be deemed an admission of beneficial ownership of the securities covered by this statement for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act"), or any other purpose.
- (4) The reporting person may be deemed to be a member of a group with respect to the Issuer or securities of the Issuer for purposes of Section 13(d) or 13(g) of the Act. The reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, a member of a group with respect to the Issuer or securities of the Issuer.
- (5) The shares of Series A Preferred are convertible into common shares upon approval of listing of the common shares on the NYSE MKT and the Toronto Stock Exchange.

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(6) Dalea acquired 1,000 of Series A Preferred Shares in a private placement directly from the issuer.

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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