

Flagship Oil & Gas Corp.  
Form 4  
April 18, 2018

**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 \*  
Flagship Oil & Gas Corp.

(Last) (First) (Middle)

626 JESSAMINE STREET

(Street)

SAN ANTONIO, TX 78209

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Digerati Technologies, Inc. [DTGI]

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

08/11/2017

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)

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	(A) or (D)	Price
Common Stock, \$.001 par value per share	08/11/2017		J(1)		270,000	D	(1)
Common Stock, \$.001 par value per share	08/21/2017		J(1)		260,000	D	(1)
Common Stock,	08/24/2017		J(1)		170,667	D	(1)

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Common Stock, \$0.001 par value per share	09/11/2017	J <sup>(1)</sup>	50,995	D	(1)	1,891,386	D
Common Stock, \$0.001 par value per share	11/06/2017	J <sup>(1)</sup>	1,007,732	D	(1)	883,654	D
Common Stock, \$0.001 par value per share	11/08/2017	J <sup>(1)</sup>	135,717	D	(1)	747,937	D
Common Stock, \$0.001 par value per share	11/09/2017	J <sup>(1)</sup>	11,874	D	(1)	736,063	D
Common Stock, \$0.001 par value per share	12/28/2017	J <sup>(1)</sup>	37,158	D	(1)	698,905	D
Common Stock, \$0.001 par value per share	12/28/2017	J <sup>(1)</sup>	303,121	D	(1)	395,784	D

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

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(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Security			(Instr. 3, 4, and 5)		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrant to purchase shares of common stock	<u>(1)</u>	10/04/2017	<u>J</u>	<u>(1)</u>	300,000				01/01/2015	01/16/2020	Common Stock, \$.001 par value per share	300,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Flagship Oil & Gas Corp. 626 JESSAMINE STREET SAN ANTONIO, TX 78209			X	

## Signatures

/s/ Craig K.  
Clement 04/18/2018

         \*\*Signature of Date  
Reporting Person

## 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) With respect to each of the above transactions, on the date set forth, Flagship Oil & Gas Corp. distributed the securities to the equity holders of Flagship Oil & Gas as a dividend payment.

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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