

TRANSATLANTIC PETROLEUM LTD.
Form 4
January 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)
12/30/2015

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title
Convertible Note ⁽¹⁾	\$ 1.3755	12/30/2015	A ⁽¹⁾	3,592,500 ⁽⁶⁾	⁽²⁾	06/29/2016 ⁽³⁾	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

01/08/2016

 **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) On December 30, 2015, the Issuer entered into a \$5.0 million draw down convertible promissory note with ANBE Holdings, L.P., an entity owned by Mr. Mitchell's children and controlled by an entity managed by Mr. Mitchell and his wife. The convertible note is convertible into shares of the Issuer's common shares, par value \$0.10 per share.

(2) The convertible note is exercisable at any time after the NYSE MKT's approval of the Issuer's additional listing application.

(3) The note may not be converted into common shares of the Issuer on June 30, 2016, the maturity date.

(4) 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.

(5) 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.

(6) The initial advance under the note was \$3,592,500.

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.