

Contango ORE, Inc.
Form 4
March 26, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
JUNEAU JOHN B

(Last) (First) (Middle)
3700 BUFFALO
SPEEDWAY, SUITE 960
(Street)

HOUSTON, TX 77098

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Contango ORE, Inc. [CTGO]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2013

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)
President and CEO

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	03/22/2013		P		41,667	A	<u>(1)</u>	44,365	I	As sole manager of the general partner <u>(1)</u>
Common Stock	03/22/2013		P		41,667	A	<u>(1)</u>	86,032	I	As sole manager <u>(1)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Warrant (Right to Buy)	\$ 10	03/22/2013		P	41,667	09/22/2013 03/22/2018	Common Stock	41,667
Warrant (Right to Buy)	\$ 10	03/22/2013		P	41,667	09/22/2013 03/22/2018	Common Stock	41,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JUNEAU JOHN B 3700 BUFFALO SPEEDWAY SUITE 960 HOUSTON, TX 77098	X		President and CEO	

Signatures

John B. Juneau 03/26/2013

**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) The reporting person acquired an aggregate of 83,334 units at a purchase price of \$12.00 per unit, in a private placement to certain investors (the Investors) pursuant to a Subscription Agreement dated as of March 22, 2013 among Contango ORE, Inc. (the "Company") and the Investors therein. Each unit entitles the Investor to one share of common stock and a five-year warrant to purchase one share of common stock at an exercise price of \$10.00. Of these 83,344 unites, 41,667 units were purchased by Juneau Exploration, L.P., and 41,667 units were purchased by J4D Enterprises, L.P. The reporting person also owns of record 2,698 shares of common

Edgar Filing: Contango ORE, Inc. - Form 4

stock of the Company.

Remarks:

The reporting person disclaims beneficial ownership of the securities of the Company reported herein in excess of his pecunia

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.