

Black Ridge Oil & Gas, Inc.
Form SC 13G/A
October 02, 2017

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G*
(Rule 13d-102)

INFORMATION TO BE INCLUDED
IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND
(d) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2
(AMENDMENT NO. 26)*

Black Ridge Oil & Gas, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

09216Q103
(CUSIP Number)

September 22, 2017
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
☒ Rule 13d-1(c)
Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (ENTITIES
ONLY)

Sheldon T. Fleck

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF
ORGANIZATION

USA

SOLE VOTING POWER

5

44,683,774

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

6

2,000,000

SOLE DISPOSITIVE POWER

7

44,683,774

SHARED DISPOSITIVE POWER

8

2,000,000

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

46,683,774

CHECK IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

9.7%

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

Edgar Filing: Black Ridge Oil & Gas, Inc. - Form SC 13G/A

Item 1(a). Name of Issuer:

Black Ridge Oil & Gas, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

110 North 5th Street, Suite 410, Minneapolis, MN 55403

Item 2(a). Name of Person Filing:

Sheldon T. Fleck

Item 2(b). Address of Principal Business Office or, if none, Residence:

4611 Browndale Avenue, Edina, MN 55424

Item 2(c). Citizenship:

USA

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

09216Q103

Edgar Filing: Black Ridge Oil & Gas, Inc. - Form SC 13G/A

Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is a(n):

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) Investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
- (f) Employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g) Parent holding company or control person in accordance with Section 240.13d-1(b)(1)(ii)(G);
- (h) Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Section 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____.

Item 4. Ownership.

Amount beneficially owned:

46,683,774

4,607,310 shares of Common Stock reported are held by the reporting person individually.

40,001,464 shares of Common Stock reported are held in the reporting person's individual retirement account, over which shares of Common Stock the reporting person has the sole voting and dispositive power.

- (a) 75,000 shares of Common Stock reported are issuable pursuant to warrants held by the reporting person's individual retirement account exercisable within sixty days of the acquisition date.

500,000 shares of Common Stock reported are held by the reporting person's spouse, over which the reporting person shares voting and dispositive power.

1,500,000 shares of Common Stock reported are held by the individual retirement account of the reporting person's spouse, over which the reporting person shares voting and dispositive power.

(b) Percent of class: 9.7%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

44,683,774

(ii) Shared power to vote or to direct the vote:

2,000,000

(iii) Sole power to dispose or to direct the disposition of:

44,683,774

(iv) Shared power to dispose or to direct the disposition of:

2,000,000

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Â§240.14a-11.

[Signature Page Follows]

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 2, 2017

BLACK RIDGE OIL & GAS,
INC.

By: /s/ Stanley A. Javorski
Name: Stanley A. Javorski
Title: Power of Attorney
