ZION OIL & GAS INC

Form 4

December 23, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

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obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Perry Glen

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

ZION OIL & GAS INC [ZN]

(Check all applicable)

255A DIZENGOFF STREET # 18

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

07/10/2013

Filed(Month/Day/Year)

_X__ Director 10% Owner _X_ Other (specify Officer (give title

6. Individual or Joint/Group Filing(Check

(Instr. 4)

Operations Consultant

below)

below)

(Street)

4. If Amendment, Date Original

(Instr. 8)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

TEL AVIV, L3 6311710

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

Following (A)

Reported Transaction(s)

(Instr. 3 and 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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date Underlying Securities** Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	\$ 2.28	07/10/2013		A	25,000 (1)		<u>(2)</u>	07/10/2019	Common Stock, Par Value \$0.01	25,000
Common Stock Option	\$ 0.01	11/11/2013		A	20,000 (4)		(2)	11/11/2023	Common Stock, Par Value \$0.01	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Perry Glen				
255A DIZENGOFF STREET # 18	X			Operations Consultant
TEL AVIV, L3 6311710				

Signatures

Brittany Martin AIF for Glen
Perry
12/23/2013

**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) On July 10, 2013, the issuer granted fully vested non-qualified stock options from the issuer's 2011 Non-Employee Director's Stock Option Plan to purchase 25,000 shares of common stock, par value \$0.01, at an exercise price of USD \$2.28 per share.
- (2) These stock options were fully vested and immediately exercisable upon grant.
- (3) Not applicable.
- (4) On November 11, 2013, the issuer granted fully vested non-qualified stock options from the issuer's 2005 Stock Option Plan to purchase 20,000 shares of common stock, par value \$0.01, at an exercise price of USD 0.01 per share.

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.

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