

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |   |  |                                   |   |  |   |  |
|---|---|--|-----------------------------------|---|--|---|--|
| 1. Name and Address of Reporting Person *<br>ZILKHA MICHAEL |   | 2. Issuer Name and Ticker or Trading Symbol<br>Global Clean Energy Holdings, Inc. [GCEH] |                                   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><div><div>Director</div><div>Officer (give title below)</div><div>X 10% Owner</div><div>Other (specify below)</div></div> |  |   |  |
| (Last) (First) (Middle)<br>1001 MCKINNEY, SUITE 1900        |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/04/2012                           |                                   |   |  |   |  |
| (Street)<br>HOUSTON, TX 77002                               |   | 4. If Amendment, Date Original Filed(Month/Day/Year)                                     |                                   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><div><div>X Form filed by One Reporting Person</div><div>Form filed by More than One Reporting Person</div></div>                         |  |   |  |
| (City) (State) (Zip)  |   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         |                                   |   |  |   |  |
| 1.Title of Security<br>(Instr. 3)                           | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                                    | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|   |   |  | Code V                            | Amount (A) or (D) Price   |  |   |  |
| Common Stock  | 04/04/2012                              |  | P                                 | 8,620,690 A \$ 0.029  | 42,755,690   | D   |  |

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 displays a currently valid OMB control number.

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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 Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|   |  |   |   | Code V (A) (D)                    |  | Date Exercisable Expiration Date                            | Title Amount or Number of Shares                                 |   |   |   |   |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ZILKHA MICHAEL<br>1001 MCKINNEY, SUITE 1900<br>HOUSTON, TX 77002 |               | X         |         |       |

## Signatures

|                                 |  |            |
|---------------------------------|--|------------|
| /s/ Michael Zilkha              |  | 04/05/2012 |
| **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).

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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