

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person * <u>Palmer Richard NMN</u>  (Last) (First) (Middle) 2790 SKYPARK DRIVE SUITE 105  (Street) TORRANCE CA 90505  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Global Clean Energy Holdings, Inc. [ GCEH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer
	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/20/2010		G		1,225,000	D	\$0	58,805,241	D	
Common Stock	05/04/2011		G		20,000	D	\$0	58,785,241	D	
Common Stock	05/04/2011		S		11,000,000	D	\$0.0414	47,785,241	D	
Common Stock	12/31/2020		G		990,300	D	\$0	46,794,941	D	
Common Stock	12/23/2021		G		28,912	D	\$0	4,650,585 <sup>(1)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$0.154 <sup>(2)</sup>	10/16/2018		A		11,000,000		<sup>(3)</sup>	10/15/2023	Common Stock	11,000,000	\$0	11,000,000	D	
5% Convertible Note due October 15, 2020	\$0.154 <sup>(4)</sup>	10/16/2018		A		\$1,000,000		10/16/2018	10/15/2020	Common Stock	6,493,507	\$0	\$1,000,000	D	
5% Convertible Note due October 15, 2020	\$0.154	02/23/2022		D <sup>(5)</sup>		\$1,000,000		10/16/2018	10/15/2020	Common Stock	6,493,507	\$0	\$0	D	
5% Convertible Note due February 23, 2024	\$0.154	02/23/2022		A <sup>(5)</sup>		\$1,000,000		02/23/2022	<sup>(6)</sup>	Common Stock	7,616,305 <sup>(7)</sup>	\$0	\$1,000,000	D	

**Explanation of Responses:**

- The Issuer effected a 1-for-10 reverse stock split of its Common Stock on March 26, 2021 (the Reverse Split).
- The Stock Option originally covered 110,000,000 shares at an exercise price of \$0.0154 but has been adjusted to reflect the Reverse Split.
- The Reporting Person will vest, and can exercise the Stock Option, with respect to 40,000,000 shares when the market capitalization of the Issuer first reaches \$7 million; another 40,000,000 shares will vest when the market capitalization of the Issuer first reaches \$15 million; and the remaining 30,000,000 shares will vest when the market capitalization of the Issuer first reaches \$25 million.
- The Note originally provided for a conversion price of \$0.0154 but has been adjusted to reflect the Reverse Split.
- On February 23, 2022, the Issuer and the Reporting Person agreed to amend the Note that was originally issued on October 16, 2018, in order to, among other things, extend the maturity date.
- The maturity date of the Note is the later of February 23, 2024 or the date that the Series C Preferred Shares of the Issuer have been redeemed in full pursuant to the Certificate of Designations of Series C Preferred Stock.
- The amended Note provides that the maximum number of shares into which the Note may be converted is 7,616,305

/s/ Richard Palmer

06/26/2023

\*\* Signature of Reporting Person

Date

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

\* 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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