

Clean Coal Technologies Inc.

Form 4

April 11, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ventrillion Management Co Ltd

2. Issuer Name **and** Ticker or Trading
Symbol
Clean Coal Technologies Inc.
[CCTC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

OLIAJI TRADE CENTRE 1ST
FLOOR

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

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

VICTORIA MAHE, T2

(City) (State) (Zip)

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, \$0.00001 par value (1) (2)	03/22/2013		M		8,000,000	A	\$ 0.05
					108,000,000	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Conditional Right to Buy Common Stock ⁽¹⁾ ⁽²⁾	<u>(1)</u> <u>(2)</u>	03/22/2013		M		8,000,000		<u>(3)</u>	<u>(3)</u>	Common Stock, \$0.00001 par value	8,000,000

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Ventrillion Management Co Ltd
OLIAJI TRADE CENTRE 1ST FLOOR
VICTORIA MAHE, T2

X X

/s/ Lee Bok Leong, Director, on behalf of Ventrillion Management Company Ltd

04/11/2013

 **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).

The Reporting Person acquired shares of Common Stock, and conditional rights to buy Common Stock, pursuant to a Stock Purchase Agreement dated December 5, 2012 between the Issuer and the Reporting Person (the "Purchase Agreement") in a transaction approved by the board of directors of the Issuer for the purpose of exempting such transaction under Rule 16b-3 under the Securities Exchange Act

- (1) of 1934, as amended. On March 22, 2013, the Reporting Person and the Issuer entered into an amendment agreement to the Purchase Agreement (the "Amendment Agreement") to modify certain provisions relating to the Reporting Person's conditional right to acquire shares of Common Stock by the date falling six months after the date of the Purchase Agreement (the "Second Closing Date").
(Continued in footnote 2)

Pursuant to the Amendment Agreement, the Reporting Person exercised its right to acquire 8,000,000 of the 100,000,000 shares of Common Stock at a price of \$0.05 per share that it had previously been entitled to acquire on the Second Closing Date subject to the fulfillment of certain conditions.

- (3) As a result of the transactions described herein, the Reporting Person retains the right to acquire 92,000,000 shares of Common Stock at a price of \$0.05 per share on the Second Closing Date, which right is conditional upon the fulfillment of certain conditions, including the receipt of stockholders' approval of a reverse split of the Common Stock of the Issuer and completion of the construction and commissioning of the Issuer's pilot plant.

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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