

Duke Patrick E.
Form 3
April 24, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Duke Patrick E. | | (Month/Day/Year) | US ENERGY CORP [USEG] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 2808 FLINTROCK TRACE | | | (Check all applicable) | |
| SUITE 373 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (Street) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| AUSTIN,Â TXÂ 78738 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 5,819,270 | I | See Footnote ⁽¹⁾ |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | | | |
|-------------|------------|-----------|-------------|
| Date | Expiration | Amount or | or Indirect |
| Exercisable | Date | Number of | (I) |
| | | Shares | (Instr. 5) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Duke Patrick E. 2808 FLINTROCK TRACE SUITE 373 AUSTIN, TX 78738 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Patrick E.
Duke

04/24/2019

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

 APEG Energy II, LP ("APEG LP") directly owns 5,819,270 shares of Common Stock (the "Shares"), of U.S. Energy Corp. APEG Energy II GP, LLC ("APEG GP") as general partner of APEG LP may be deemed beneficial owner of 5,819,270 Shares owned by APEG LP. Angelus Capital, LLC ("Angelus") as sole member of APEG GP may be deemed to beneficially own 5,819,270 Shares beneficially owned by APEG GP. Angelus Private Equity Group, LLC ("Angelus Group") as sole member of Angelus may be deemed to beneficially own 5,819,270 Shares beneficially owned by Angelus Capital. Duke Capital Services, LLC ("Duke") as a managing member of Angelus Group may be deemed to beneficially own 5,819,270 Shares beneficially owned by Angelus Group. Patrick E. Duke (the "Reporting Person") as sole member of Duke may be deemed to beneficially own 5,819,270 Shares beneficially owned by Duke. Reporting Person disclaims beneficial ownership of securities reported herein except to the extent of his pecuniary interest therein.

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Remarks:

This Form 3 is being filed in connection with the exchange of loans held by APEG II LP and

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.