

# 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  
or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>McMullen Michael Scott</b> <small>(Last) (First) (Middle)</small> 23902 FM 2978 <small>(Street)</small> <b>TOMBALL, TX 77375</b> <small>(City) (State) (Zip)</small>	2. Date of Event Requiring Statement <small>(Month/Day/Year)</small> <b>04/01/2017</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol <b>QS Energy, Inc. [QSEP]</b>	
		4. Relationship of Reporting Person(s) to Issuer <small>(Check all applicable)</small> <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
		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)

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

SEC 1473 (7-02)

	<b>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.</b>	
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**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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	04/01/2017 <sup>(1)</sup>	04/01/2027	Common Stock	250,000	\$ <sup>(1)</sup>	D	
Option to Purchase Common Stock	05/05/2016 <sup>(2)</sup>	05/05/2026	Common Stock	500,000	\$ 0.18	D	
Option to Purchase Common Stock	05/01/2014 <sup>(3)</sup>	05/01/2024	Common Stock	50,000	\$ 0.8	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMullen Michael Scott 23902 FM 2978 TOMBALL, TX 77375			Chief Financial Officer	

## Signatures

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/s/ Michael S. McMullen

04/06/2017

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).

- The stock options reported under item 1 above were granted to Mr. McMullen pursuant to his employment agreement as Chief Financial Officer, approved by the Board on 03/29/2017 and effective 04/01/2017. Fifty percent of the options granted under item 1 vested effective 04/01/2017, with the remaining fifty percent vesting on 04/01/2018. The exercise price of the options listed in item 1 equals the stock price listed on the OTCBB market at market close on 04/01/2017.
- (1) Fifty percent of the options granted under item 1 vested effective 05/05/2017, with the remaining fifty percent vesting on 05/05/2018.
  - (2) Fifty percent of the options granted under item 1 vested effective 05/01/2015, and the remaining fifty percent vested on 05/05/2016.

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.