# 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

**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> KYTE CECIL BOND <br><br> (Last) (First) (Middle) <br> 963 TOPSY LANE, SUITE 306-320 <br><br> (Street) <br> CARSON CITY, NV 89705 <br> (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol <br> QS Energy, Inc. [QSEP] <br><br> 3. Date of Earliest Transaction (Month/Day/Year) <br> 06/07/2021 <br><br> 4. If Amendment, Date Original Filed(Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer <br> (Check all applicable) <br> X Director \_\_\_ 10% Owner <br> X Officer (give title below) \_\_\_ Other (specify below) <br> CEO, CFO <br><br> 6. Individual or Joint/Group Filing(Check Applicable Line) <br> X Form filed by One Reporting Person <br> \_\_\_ Form filed by More than One Reporting Person |
|---|---|---|

## 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 | 06/07/2021 | 06/07/2021 | A | | 5,533,333 | A | $ 0.015 | 10,533,333 | D | |

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

## 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 Underlying Securities (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 of Derivative Security: 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 | | | | |
| Convertible Note | $ 0.02 | 06/07/2021 | 06/07/2021 | A | | $ 117,000 (1) | | 06/07/2021 | (2) | Common Stock | 6,435,000 | $ 117,000 (1) | 6,435,000 | D | |
| Warrants | $ 0.03 | 06/07/2021 | 06/07/2021 | A | | 3,217,500 | | 06/07/2021 | 06/07/2022 | Common Stock | 3,217,500 | (3) | 9,652,500 | D | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| KYTE CECIL BOND <br> 963 TOPSY LANE, SUITE 306-320 <br> CARSON CITY, NV 89705 | X | | CEO, CFO | |

# Signatures

| /s/ Cecil Bond Kyte | 07/28/2021 |
|---|---|
| **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).

**(1)** Reporting Person acquired Issuer's Convertible Note in the principal amount of $128,700, for a purchase price of $117,000, convertible into 6,435,000 shares of common stock of Issuer.

**(2)** Not Applicable.

**(3)** Reporting Person acquired Issuer's Warrants as part of Reporting Person's purchase of Issuer's Convertible Note reported above.

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.