

ESTRADA ANTONIO JR

Form 4

December 06, 2012

**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 \*  
ESTRADA ANTONIO JR

(Last) (First) (Middle)

1807 DEER RIDGE ST

(Street)

SAN ANTONIO, TX 78232

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Digerati Technologies, Inc. [DTGID]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/16/2009

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Chief Financial Officer

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/28/2011 <sup>(1)</sup>               | 11/28/2011 <sup>(1)</sup>                                   | A                                       | 42,761                                                                     | A \$ 0 42,761                                                                                                      | D                                                                    |                                                                   |
| Common<br>Stock                       | 07/02/2012 <sup>(2)</sup>               | 07/02/2012 <sup>(2)</sup>                                   | A                                       | 19,069                                                                     | A \$ 0 61,830                                                                                                      | D                                                                    |                                                                   |

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

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SEC 1474  
(9-02)

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**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 Underlying Security (Instr. 3 and 4)                                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|----------------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Title                                                                                        |
| Option to purchase common stock            | \$ 4.6                                                 | 07/16/2009                           |                                                    | A <sup>(3)</sup>               |                                                                                         | 3,017                                                    |     | 07/16/2009 09/29/2015 Common Stock, \$.001 par value per share                               |
| Option to purchase common stock            | \$ 4.6                                                 | 07/16/2009                           |                                                    | A <sup>(3)</sup>               |                                                                                         | 4,130                                                    |     | 07/16/2009 10/03/2015 Common Stock, \$.001 par value per share                               |
| Option to purchase common stock            | \$ 4.6                                                 | 07/16/2009                           |                                                    | A <sup>(3)</sup>               |                                                                                         | 2,174                                                    |     | 07/16/2009 09/25/2016 Common Stock, \$.001 par value per share                               |
| Option to purchase common stock            | \$ 4.6                                                 | 07/16/2009                           |                                                    | A <sup>(3)</sup>               |                                                                                         | 3,261                                                    |     | 07/16/2009 08/15/2017 Common Stock, \$.001 par value per share                               |
| Option to purchase common stock            | \$ 5.18                                                | 02/08/2011                           |                                                    | A                              |                                                                                         | 5,652                                                    |     | 02/08/2011 02/01/2018 Common Stock, \$.001 par value per share                               |
| Option to purchase common stock            | \$ 5.75                                                | 04/06/2012                           |                                                    | A                              |                                                                                         | 8,261                                                    |     | 04/06/2012 04/06/2019 Common Stock, \$.001 par value per share                               |
| Convertible Preferred Stock                | \$ 0                                                   | 11/26/2012                           |                                                    | A                              |                                                                                         | 175,000 <sup>(4)</sup>                                   |     | 12/30/2012 <sup>(5)</sup> 12/30/2012 <sup>(5)</sup> Common Stock, \$.001 par value per share |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                         |       |
|-------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                   | Director      | 10% Owner | Officer                 | Other |
| ESTRADA ANTONIO JR<br>1807 DEER RIDGE ST<br>SAN ANTONIO, TX 78232 |               |           | Chief Financial Officer |       |

## Signatures

Antonio Estrada  
Jr. 12/06/2012

           \*\*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) Grant Pursuant to the Company's Non-Standardized Profit Sharing Plan
- (2) Grant Pursuant to 2005 Incentive Compensation Plan
- (3) Code A/K - Pursuant to repricing of outstanding options on 07/16/2009.
- (4) Reporting owner has a direct contractual right to acquire common stock (175,000).
- (5) This date is approximately 12/30/2012. Directly owned Preferred stock is convertible automatically to 175,000 common shares on effective date of Schedule 14C.

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.