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

OMB APPROVAL					
DMB Number:	3235-0287				
Estimated average burden					
ours per respon	se 0.5				

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

	2. Issuer Name and Ticker or Trading Symbol U.S. GOLD CORP. [USAU]				5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
910 E. 03	3. Date of Earliest Transaction (Month/Day/Year) 03/16/2018				X Officer (give title below) Other (specify below) COO & Secretary						
4.	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person						
						-	Form file	d by More than	One Reporting P	erson	
(Zip)	Tal	ole I - Nor	-Deriv	vative Se	ecurities A	Acquir	red, Dispo	osed of, or l	Beneficially (Owned	
h/Day/Year) Ex	xecution Date, if	Code (Instr. 8)		(A) or I (D) (Instr. 3	, 4 and 5) (A) or	of [Beneficial Reported	lly Owned I Transaction	Following a(s)	Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
5/2018		А		95.745	A	(1)	218,000			D	
			conta the fo	ained in orm dis sposed o	this for plays a of	m are curre: eficial	not req	uired to re d OMB cor	espond unle	ess	C 1474 (9- 02)
BA. Deemed Execution Date, any	4. 5. Number of Code Derivative		r 6. Da and l	6. Date Exercisable and Expiration Date (Month/Day/Year) 7. A U U Se (Ii		7. Ti Amo Unde Secu	ount of erlying urities cr. 3 and	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	·
			Date		Expiration		Amount or Number				
	Middle) 3. 910 E. 604 (Zip) nsaction 2/Exth/Day/Year) 6/2018 class of securiti Table II - Der (e.g. 3A. Deemed Execution Date, any	Middle) 910 E. 910 E. 93. Date of Earliest 03/16/2018 4. If Amendment, 2A. Deemed Execution Date, if any (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, wa) 3A. Deemed Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8)	Middle) 3. Date of Earliest Transaction (2ip) (Zip) Table I - Non 1. Table I - Non Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op any (Month/Day/Year) 3. Date of Earliest Transaction (Instr. 8) Code (Instr. 8) Code (Instr. 8) Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op any (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, and calls are applied to the control of the co	Middle) 910 E. 93. Date of Earliest Transaction (Models) 910 E. 911 Fixed to the property of the	Middle) 910 E. 9	Middle) 910 E. 910 E. 93. Date of Earliest Transaction (Month/Day/Year) 910 E.	Middle) 910 E. 93. Date of Earliest Transaction (Month/Day/Year) 910 E.	Middle) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Amount (A) or Disposed of (Instr. 3) 6. Individually A. Form file Form file 6. Individually A. Form file 6. Individually A. Form file 7. Amount (A) or Disposed of (Instr. 8) 6. Individually A. Form file 8. Amount (A) or Disposed of (Instr. 3) 8. Amount (D) 9. Price 1. Persons who respond to the colled contained in this form are not required the form displays a currently valid (e.g., puts, calls, warrants, options, convertible securities) 8. A. Deemed Execution Date, if (Instr. 8) 8. A. Deemed Execution Date, if (Instr. 8) 1. S. Number of Derivative Securities Acquired (Month/Day/Year) 8. A. Deemed Execution Date, if (Instr. 8) 8. Securities Acquired (Month/Day/Year) 9. Derivative Securities Acquired (Month/Day/Year) 9. Derivative Securities Acquired (Month/Day/Year) 1. Title and Amount of Underlying Securities (Instr. 3 and 4) 1. Title and Amount of Underlying Securities (Instr. 3 and 4)	Middle O.3. GOLD CORT [USAU] Director X Officer (give title bel X Officer	Middle O3/16/2018 A If Amendment, Date Original Filed(Month/Day/Year) O3/16/2018 A O5/2018 O5/2018	Director 10% Owner 10% O

Book Committee (Addition		Relationships					
Reporting Owner Name / Address	Director	10% Owner	•	Other			
RECTOR DAVID C/O U.S. GOLD CORPORATION 1910 E. IDAHO STREET, SUITE 102-BOX 604 ELKO, NV 89801			COO & Secretary				

Signatures

/s/ David S. Rector	03/20/2018
**Signature of Reporting	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) Represents a restricted stock award issued pursuant to the U.S. Gold Corp. Equity Incentive Plan as compensation for the Reporting Person's service as Chief Operating Officer/Secretary of the Issuer.

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 nu	mber.