## FORM 4

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

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

(Print or Type Responses)  1. Name and Address of Reporting Person *				2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer				
BRACA JOHN N				U.S. GOLD CORP. [USAU]							(Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O U.S. GOLD CORPORATION, 1910 E. IDAHO STREET, SUITE 102-BOX 604				3. Date of Earliest Transaction (Month/Day/Year) 02/03/2020							Office	r (give title belo	ow)	Other (specify b	elow)
(Street) ELKO, NV 89801				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 filed by More than One Reporting Person					
(City) (State) (Zip)			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		3. Transaction Code (Instr. 8)				uired of	5. Amoun Beneficial	of Securities y Owned Following ransaction(s)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amour	(A) or (D)	Price				(I) (Instr. 4)	, ,
Common Stock		02/03/2020			A		6,000	A	\$ 0	107,154			D		
				Derivative Secu			the f	orm dis	splays a o	curre: eficial	ntly valid		spond unle trol numbe		
Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Y	3A. Deemed Execution Day Year) any	4. Transaction Code Year) (Instr. 8)		5. 6 Number a		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Ti Amo Und Secu	itle and bount of erlying arities tr. 3 and		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownersl Form of Derivati Security Direct (I or Indire	Beneficia Ownershi (Instr. 4)
				Code	V (A	(D)	Date Exer		Expiration Date	Title	or Number of Shares				
Repor	ting O	wners		Code	V (A	(D)									

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
BRACA JOHN N C/O U.S. GOLD CORPORATION 1910 E. IDAHO STREET, SUITE 102-BOX 604 ELKO, NV 89801	X					

### **Signatures**

/s/ John N. Braca	02/05/2020
**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) Represents restricted shares of common stock awarded to the reporting person on February 3, 2020 pursuant to the U.S. Gold Corp. 2020 Stock Incentive Plan. Such shares vested immediately upon grant.

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.