

GrowthWorks Canadian Fund Ltd.
 Form 3
 February 28, 2019

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,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|--------------------------------------|---|--|---|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GrowthWorks Canadian Fund Ltd. | | | (Month/Day/Year) | | Global Clean Energy Holdings, Inc. [GCEH] | |
| (Last) | (First) | (Middle) | 12/26/2018 | | | |
| 66 WELLINGTON STREET WEST, SUITE 5300 | | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | | (Check all applicable) | | |
| TORONTO,Â A6Â M5K 1E6 | | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 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 |
| (City) | (State) | (Zip) | | | | |

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) |
|------------------------------------|--|---|--|
| Common Stock | 40,000,000 ⁽¹⁾ | D ⁽²⁾ | Â |

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

SEC 1473 (7-02)

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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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | | | | | |
|---------------------|--------------------|-------|----------------------------------|----------|--|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|----------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GrowthWorks Canadian Fund Ltd. 66 WELLINGTON STREET WEST, SUITE 5300 TORONTO, ONTARIO M5K 1E6 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Donna Parr, GrowthWorks Canadian Fund by Crimson Capital Inc. its Investment Advisor 02/28/2019

__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).
- (1) GrowthWorks Commercialization Fund Ltd. ("GW Comm") is also a reporting person for purposes of this Form 3. GW Comm's address is: 66 Wellington Street West, Suite 5300, Toronto, Ontario, Canada M5K 1E6. Each of the reporting persons disclaims beneficial ownership of the reported shares except to the extent of its respective pecuniary interest therein.
- The shares were assigned to Pacific Sequoia Holdings LLC, AllianceBernstein Venture Fund I, L.P. and GrowthWorks Canadian Fund Ltd. (collectively, the "Collateral Agent") pursuant to an assignment agreement. The Collateral Agent was designated as collateral agent pursuant to a guarantee and security agreement by and between the Collateral Agent and other parties thereto (the "Security Agreement").
- (2) The shares were assigned to the Collateral Agent in partial satisfaction of the obligations owed under the Security Agreement. Each of the reporting persons is entitled to the benefit of the Security Agreement in its capacity as a creditor of the debtor party to the Security Agreement, Targeted Growth, Inc.

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.