SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

Weinzierl John A

(Last) (First) (Middle)

C/O BIG SKY INDUSTRIAL INC.

1616 S. VOSS, SUITE 725

(Street)

HOUSTON TX 77057

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

BIG SKY INDUSTRIAL INC. [BSIN]

Foreign Trading Symbol

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

11/16/2026

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director ☑ 10% Owner

Officer (give title below) ☑ Other (specify below)

Member of 10% owner group

6. Individual or Joint/Group Filing (Check Applicable Line)

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 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	11/16/2026		J[5]		3,832,326	D	$0	0	I	By Katla Energy Holdings LLC[1]
Common Stock	11/16/2026		J[5]		3,832,326	A	$0	4,330,152	D	
Common Stock	11/16/2026		G[6]		2,165,076	D	$0	2,165,076	D	
Common Stock	11/16/2026		G[6]		2,165,076	A	$0	2,165,076	I	By spouse[3]
Common Stock	11/17/2026		G[7]		83,333	D	$0	2,081,743	I	By spouse[3]
Common Stock	11/17/2026		J[8]		2,081,743	D	[8]	0	I	By spouse[3]
Common Stock	11/17/2026		G[7]		83,333	A	$0	4,117,226	I	By John Alfred Weinzierl 2020 Trust, u/t/a November 10, 2020[2][3]
Common Stock	11/17/2026		J[8]		2,081,743	A	[8]	6,198,969	I	By John Alfred Weinzierl 2020 Trust, u/t/a November 10, 2020[2][3]
Common Stock	11/17/2026		G[7]		83,333	D	$0	2,081,743	D	
Common Stock	11/17/2026		J[8]		2,081,743	D	[8]	0	D	
Common Stock	11/17/2026		G[7]		83,333	A	$0	992,333	I	By trust for which spouse serves as trustee.[3][4]

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	11/17/2026		J[8]		2,081,743	A	[8]	3,074,076	I	By trust for which spouse serves as trustee.[3][4]

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 Securities Underlying Derivative Security (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: 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				

1. Name and Address of Reporting Person*

Weinzierl John A

(Last) (First) (Middle)

C/O BIG SKY INDUSTRIAL INC.

1616 S. VOSS, SUITE 725

(Street)

HOUSTON TX 77057

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Katla Energy Holdings LLC

(Last) (First) (Middle)

1616 S VOSS RD, SUITE 530

(Street)

HOUSTON TX 77057

(City) (State) (Zip)

Explanation of Responses:

1. Represents shares of Common Stock held directly by Katla Energy Holdings LLC ("Katla"). Mr. Weinzierl is the 100% owner of all of the equity of Katla. The shares held by Katla may be deemed to be beneficially owned by Mr. Weinzierl due to his ownership of 100% of Katla and his position as Managing Member of Katla. Excludes shares of Common Stock relating to the voting group described below under "Remarks".

2. Represents shares of Common Stock held by John Alfred Weinzierl 2020 Trust, u/t/a November 10, 2020 (the "JW Trust"). The shares held by the JW Trust may be deemed to be beneficially owned by Mr. Weinzierl due to his position as Trustee of the JW Trust. Excludes shares of Common Stock relating to the voting group described below under "Remarks". Following the issuance of shares of Common Stock by the Issuer since the reporting persons' last Form 4, the JW Trust ceased to be a beneficial owner of more than 10% of the shares of Common Stock, but will remain a beneficial owner of more than 10% of the shares of Common Stock after giving effect to the transactions included in this Form 4.

3. Mr. Weinzierl disclaims beneficial ownership of these shares other than to the extent of his pecuniary interest therein.

4. Represents shares of Common Stock held by the Kelli Ann Weinzierl 2020 Trust, u/t/a April 1, 2020 (the "KW Trust"). Mr. Weinzierl disclaims beneficial ownership of these shares other than to the extent of his pecuniary interest therein.

5. Distribution of shares, in kind and for no additional consideration, by Katla to Mr. Weinzierl, its 100% owner. Following the distribution of such shares by Katla, Katla ceased to be a member of the 10% owner group, and this Form 4 will serve as an exit Form 4 for Katla.

6. Represents a partition of shares between Mr. Weinzierl and his spouse as separate property.

7. Represents a gift of shares to a trust without consideration.

8. Represents a transfer of shares of Common Stock by each of Mr. Weinzierl and his spouse to the KW Trust and JW Trust, respectively, in exchange for promissory notes valued at $1.0976 per share.

Remarks:

Mr. Weinzierl is also the Chairman of Big Sky Industrial Inc. As party to the Amended and Restated Nominating and Voting Agreement, dated as of September 16, 2022 (the "Voting Agreement"), Mr. Weinzierl may be deemed to be a member of a "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), with respect to the securities reported herein with the other parties who are bound by the Voting Agreement and their control persons, which such "group" beneficially owns, in the aggregate, more than 10% of the outstanding shares of common stock of the Issuer. The parties to the Voting Agreement are the Issuer, Lubbock Energy Partners LLC; Synergy Offshore LLC; Banner Oil & Gas, LLC, Woodford Petroleum, LLC, Llano Energy LLC, King Oil & Gas Company, Inc., WDM Family Partnership, LP and Katla (however, as of the date of this Form 4, Katla no longer beneficially owns any shares of Common Stock of the Issuer and accordingly is no longer a member of the "group"). Separately, the control persons of the other parties to the Voting Agreement may also be part of the Section 13(d) "group". The reporting persons disclaim beneficial ownership of any securities owned by any of the other signatories to the Voting Agreement (and/or their control persons) and the filing of this Form 4 shall not be deemed an admission, for purposes of Section 16 of the Exchange Act or otherwise, that any of the reporting persons and any other person or persons constitute a "group" for purposes of Section 13(d)(3) of the Exchange Act or Rule 13d-5 thereunder. None of the reporting persons have any pecuniary interest in any of the securities beneficially owned by any of the other signatories to the Voting Agreement (and/or their control persons). For a description of the Voting Agreement, see the Current Report on Form 8-K filed by the Issuer with the United States Securities and Exchange Commission on September 16, 2022.

/s/ John A. Weinzierl 11/18/2026

/s/ John A. Weinzierl, Katla Energy Holdings LLC 11/18/2026

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.