

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

FORM 12b-25

SEC FILE NUMBER
000-12627

NOTIFICATION OF LATE FILING

CUSIP NUMBER
378989206

(Check one): Form 10-K Form 20-F Form 11-K Form 10-Q Form 10-D
 Form N-CEN Form N-CSR

For Period Ended: March 31, 2021
 Transition Report on Form 10-K
 Transition Report on Form 20-F
 Transition Report on Form 11-K
 Transition Report on Form 10-Q

For the Transition Period Ended: _____

Read Instruction (on back page) Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I — REGISTRANT INFORMATION

Global Clean Energy Holdings, Inc.

Full Name of Registrant

Former Name if Applicable

2790 Skypark Drive, Suite 105

Address of Principal Executive Office (Street and Number)

Torrance, California 90505

City, State and Zip Code

PART II — RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-CEN or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- [X] (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III — NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-CEN, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period. (Attach extra Sheets if Needed)

Registrant could not file its Quarterly Report on Form 10-Q for the period ended March 31, 2021 because of late material contract changes that affected its financial statements. In accordance with Rule 12b-25 of the Securities Exchange Act of 1934, as amended, Registrant will file its Form 10-Q no later than the fifth calendar day following the prescribed due date.

PART IV — OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

<u>Ralph Goehring, Chief Financial Officer</u>	<u>(661)</u>	<u>900-3406</u>
(Name)	(Area Code)	(Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).

Yes NO

- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes NO

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Registrant purchased an oil refinery on May 7, 2020 and, accordingly, did not own this asset during the quarter ended March 31, 2020. Registrant is currently in the process of retooling the refinery to produce biofuels and, accordingly, has not generated any revenues from its refinery operations. Registrant anticipates that for the fiscal quarter ended March 31, 2021 it will have an operating loss of approx. \$6.7 million and a net loss of approx. \$8.2 million, compared to an operating loss of \$0.4 million and net income of \$5.8 million for the March 31, 2020 fiscal quarter. The net income for the 2020 fiscal quarter is the result of a change in fair value derivative and finance charges related to derivative liability.

GLOBAL CLEAN ENERGY HOLDINGS, INC.

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 17, 2021 By: /s/ Ralph Goehring
Name: Ralph Goehring
Title: Chief Financial Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).