

TORCHLIGHT ENERGY RESOURCES INC

Form 4/A

April 12, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McCabe Greg

2. Issuer Name and Ticker or Trading
Symbol
TORCHLIGHT ENERGY
RESOURCES INC [TRCH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
500 WEST TEXAS AVE, SUITE
890,

3. Date of Earliest Transaction
(Month/Day/Year)
05/28/2015

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

(Street)
MIDLAND, TX 79701

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/11/2015

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X 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 any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	05/28/2015		X	(A) or (D) Amount (1) 321,250 Price \$ 0.36	3,990,000	D	
Common Stock	05/28/2015		X	A 310,000 \$ 0.36	310,000	I	See Footnote (2)

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

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information contained in this form are not
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(9-02)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Options (right to buy)	\$ 0.36	05/28/2015		J ⁽³⁾			310,000	03/30/2015	<u>(4)</u>	Common Stock	310,000
Options (right to buy)	\$ 0.36	05/28/2015		J ⁽³⁾		310,000		03/30/2015	<u>(4)</u>	Common Stock	310,000
Options (right to buy)	\$ 0.36	05/28/2015		X			321,250 ⁽¹⁾	03/30/2015	<u>(4)</u>	Common Stock	321,250
Options (right to buy)	\$ 0.36	05/28/2015		X			310,000	03/30/2015	<u>(4)</u>	Common Stock	310,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCabe Greg 500 WEST TEXAS AVE, SUITE 890 MIDLAND, TX 79701		X		
G Mc Exploration, LLC 400 PINE STREET SUITE 700 ABILENE, TX 79601		X		

Signatures

/s/ Greg McCabe 04/12/2017

__Signature of Reporting Person

Date

/s/ Greg McCabe, President of G Mc Exploration, LLC 04/12/2017

__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).

- This Form 4/A is being filed to correct the erroneous filing on June 11, 2015 where it was inadvertently reported that 631,250 shares of common stock were issued to Greg McCabe. All such shares were issued in the name of Greg McCabe, however 310,000 of these shares were incorrectly issued in the name of Greg McCabe and should instead have been issued in the name of G Mc Exploration, LLC, which was and is the beneficial owner of such 310,000 shares.
- (1)
 - (2) Securities owned of record by G Mc Exploration, LLC, in which Greg McCabe owns 50% of the outstanding membership interests.
 - (3) Options to purchase 310,000 shares of the issuer's common stock were assigned by Greg McCabe to G Mc Exploration, LLC; this transaction was inadvertently omitted from the original Form 4 dated June 11, 2015.

- The options would have expired 30 days following receipt by Greg McCabe of information from the Issuer with respect to certain well(s) to be drilled by the issuer, as described in the Schedule 13D Statement dated May 27, 2015 filed by the Reporting Persons with respect to the common stock of the issuer.
- (4)

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

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