

TORCHLIGHT ENERGY RESOURCES INC

Form 4

October 08, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DULIN ROBERT KENNETH

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)  
8449 GREENWOOD DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/18/2014

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

NIWOT, CO 80503

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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	12/18/2014		G		48,560	D	Ⓐ 27,000
Common Stock	12/18/2014		G		48,560	A	Ⓐ 243,360 <sup>(3)</sup>
Common Stock	07/28/2015		G		510,728	D	Ⓐ 0
Common Stock	09/30/2015		C		540,000	A	\$ 0.25 <sup>(5)</sup> 540,000

Edgar Filing: TORCHLIGHT ENERGY RESOURCES INC - Form 4

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

**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 control number.**

SEC 1474  
(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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Warrants	\$ 1.75	07/28/2015		G	92,571	12/18/2012 12/18/2016		Common Stock	92,571
Warrants	\$ 2	07/28/2015		G	92,571	12/18/2012 12/18/2016		Common Stock	92,571
Warrants	\$ 1.75	07/28/2015		G	81,000	11/08/2012 11/08/2015		Common Stock	81,000
Promissory Note	\$ 0.25	09/30/2015		C	1	04/01/2015 09/30/2015		Common Stock	540,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DULIN ROBERT KENNETH 8449 GREENWOOD DRIVE NIWOT, CO 80503			X	

## Signatures

/s/ Robert Kenneth Dulin 10/06/2015

\*\*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) Bona fide gift.

(2) Mr. Dulin is the trustee or custodian of certain trust/custodial accounts. All the beneficiaries of these accounts are members of Mr. Dulin's immediate family. Accordingly, the pecuniary interest of these immediate family members is attributed to Mr. Dulin.

(3) As of January 22, 2013, these trust/custodial accounts held 209,500 shares. Subsequently, and prior to this transaction, in connection with a beneficiary of these accounts reaching the age of 21 (which beneficiary is a family member of Mr. Dulin that does not share his household), Mr. Dulin ceased to be trustee or custodian of a total of 14,700 shares.

(4) This transaction was effected by Sawtooth Properties, LLLP ("Sawtooth"). Mr. Dulin is the Managing Partner of Sawtooth and holds a 90% pecuniary interest in securities held by Sawtooth. The amount of securities reported in this transaction represents Mr. Dulin's 90% pecuniary interest in the shares of common stock acquired or disposed of by Sawtooth.

(5) Conversion of promissory note.

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.