

TORCHLIGHT ENERGY RESOURCES INC
 Form 3/A
 April 14, 2014

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 BARNEY JERRY D		(Month/Day/Year)	TORCHLIGHT ENERGY RESOURCES INC [TRCH]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
				11/07/2013
841 ANDREW RUN			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
CANYON LAKE,Â TXÂ 78133			(give title below)	(specify below)
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

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	850	I	See footnote <u>(1)</u>
Common Stock	16,650	I	See footnote <u>(2)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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)	
12% Series A Convertible Promissory Note	03/27/2014	03/31/2015	Common Stock	731	\$ 1.75	I	See footnote ⁽³⁾
12% Series A Convertible Promissory Note	03/27/2014	03/31/2015	Common Stock	33,300	\$ 1.75	I	See footnote ⁽⁴⁾
Series A Warrants	09/27/2013	03/31/2018	Common Stock	243	\$ 2	I	See footnote ⁽⁵⁾
Series A Warrants	09/27/2013	03/31/2018	Common Stock	6,660	\$ 2	I	See footnote ⁽⁶⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARNEY JERRY D 841 ANDREW RUN CANYON LAKE, TX 78133	X			

Signatures

/s/ Jerry D.
Barney

04/14/2014

**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) Mr. Barney holds a 1.7% pecuniary interest in 50,000 shares of common stock held by an investment club of which he is a member.
- (2) Mr. Barney holds a 33.3% pecuniary interest in 50,000 shares of common stock held by an entity that is wholly-owned by the Barney 2012 Children's Trust of which he is a beneficiary.
Mr. Barney holds a 1.7% pecuniary interest in the investment club's 60.2% interest in a 12% Series A Convertible Promissory Note, equaling a 1.0% pecuniary interest in the promissory note for Mr. Barney. The promissory note has a principal amount of \$125,000 which is convertible into 71,429 shares of common stock.
- (3) Mr. Barney holds a 33.3% pecuniary interest in a 12% Series A Convertible Promissory Note held by an entity that is wholly-owned by the Barney 2012 Children's Trust of which he is a beneficiary. The promissory note has a principal amount of \$175,000 and is convertible into 100,000 shares of common stock.
- (5) Mr. Barney holds a 1.7% pecuniary interest in a Series A Warrant held by the investment club of which he is a member. The warrant is exercisable into 14,286 shares of common stock.
- (6) Mr. Barney holds a 33.3% pecuniary interest in a Series A Warrant held by an entity that is wholly-owned by the Barney 2012 Children's Trust of which he is a beneficiary. The warrant is exercisable into 20,000 shares of common stock.

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.