

Item 8.01 Other Events.

As we previously reported, on February 22, 2016 the Listing Qualifications Staff (the “Staff”) of The Nasdaq Stock Market (“Nasdaq”) notified us that our common stock failed to maintain a minimum bid price of \$1.00 over the previous 30 consecutive business days as required by the Listing Rules of Nasdaq. On July 25, 2016, the Staff notified us that it has determined that for the 10 consecutive business days, from July 11, 2016 through July 22, 2016, the closing bid price of our common stock has been at \$1.00 per share or greater. Accordingly, we have regained compliance with Listing Rule 5550(a)(2), and this matter is now closed with Nasdaq.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Torchlight Energy Resources, Inc.

Date: July 25, 2016 By: /s/ John Brda

John Brda

President and Chief Executive Officer