

TORCHLIGHT ENERGY RESOURCES INC  
 Form 3  
 June 17, 2015

**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)

<p>1. Name and Address of Reporting Person *</p> <p><b>Â G Mc Exploration, LLC</b></p> <p>(Last) (First) (Middle)</p> <p><b>400 PINE STREET,Â SUITE 700</b></p> <p>(Street)</p> <p><b>ABILENE,Â TXÂ 79601</b></p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p><b>06/09/2015</b></p>	<p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><b>TORCHLIGHT ENERGY RESOURCES INC [TRCH]</b></p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable      Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title      Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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(Instr. 5)

Series A Convertible Preferred Stock	06/09/2015	Â (1)	Common Stock	434,782	\$ 1.15 (2)	D	Â
Warrants	06/09/2015	06/09/2020	Common Stock	86,956	\$ 1.4	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
G Mc Exploration, LLC 400 PINE STREET SUITE 700 ABILENE, TX 79601	Â	Â X	Â	Â

## Signatures

/s/ Greg McCabe, President of G Mc Exploration, LLC

06/17/2015

\_\_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) The Series A preferred stock may be converted into common stock at any time and will in any case be converted into common stock on June 9, 2016; provided that the Series A preferred stock shall not be converted into common stock to the extent such conversion would cause the holder to have beneficial ownership of more than 20% of the issuer's outstanding shares of common stock unless such conversion has been approved by the issuer's stockholders.

(2) The Series A preferred stock is convertible into shares of common stock in an amount determined by multiplying the number of shares of preferred stock being converted by the preferred stock's stated value of \$100 and dividing the product by a conversion price of \$1.15.

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.