

NEW JERSEY MINING CO
Form 4
January 03, 2017

FORM 4

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

OMB APPROVAL

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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 *
Swallow John

2. Issuer Name and Ticker or Trading Symbol
NEW JERSEY MINING CO
[NJMC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
201 N THIRD STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2016

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

COEUR D'ALENE, ID 83814

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount | (A) or (D) | Price |
| Common stock ⁽¹⁾ | 12/29/2016 | | P | | 800,000 | A | \$ 0.1 |
| Common stock ⁽²⁾ | 12/30/2016 | | P | | 500,000 | A | \$ 0.1 |

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

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(9-02)

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---------|-----|--|-----------------|---|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | |
| Warrant | \$ 0.2 | 12/29/2016 | | P | | 400,000 | | 12/29/2016 | 01/31/2020 | Common stock |
| Director's Stock Options (Right to Buy) ⁽³⁾ | \$ 0.15 | 12/30/2016 | | A | | 125,000 | | 12/30/2016 | 12/30/2019 | Common stock |
| Director's Stock Option (Right to buy) ⁽³⁾ | \$ 0.15 | 12/30/2016 | | A | | 125,000 | | 12/29/2017 | 12/30/2019 | Common stock |
| Director's Stock Option (Right to buy) | \$ 0.1 | 12/30/2016 | | X | | 250,000 | | 04/30/2014 | 04/30/2017 | Common stock |
| Director's Stock Option (Right to buy) | \$ 0.1 | 12/30/2016 | | X | | 250,000 | | 04/30/2015 | 04/30/2018 | Common stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| Swallow John 201 N THIRD STREET COEUR D'ALENE, ID 83814 | X | X | President | |

Signatures

/s/ John Swallow 01/03/2017

**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).

- Common Stock and Warrants purchased on 12/29/2016 were sold together as Units in the Issuer's private placement at a sale price of \$.20 per Unit. Each Unit consisted of two (2) shares of Common Stock and one (1) Warrant to purchase one (1) share of Common Stock at \$.20 per share for a period of 36 months. The average price per share was \$.10.
- (1) Common Stock purchased on 12/30/2016 was an exercise of Director's Stock Options.
 - (2) Common Stock purchased on 12/30/2016 was an exercise of Director's Stock Options.
 - (3) The Director's options granted on 12/30/16 vest as follows: 125,000 on 12/30/2016, and 125,000 on 12/29/2017.

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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