

NEW JERSEY MINING CO

Form SC 13G/A

October 04, 2017

**SECURITIES
AND
EXCHANGE
COMMISSION**

**Washington,
D.C. 20549**

**SCHEDULE
13G**

Under the
Securities
Exchange Act of
1934

(Amendment No.
2)*

NEW JERSEY
MINING
COMPANY
(Name of Issuer)

Common Stock
and Warrants
(Title of Class of
Securities)

645827-106
(CUSIP Number)

August 31, 2017
(Date of event
which requires
filing of this
statement)

Check the
appropriate box to

designate the rule
pursuant to which
this Schedule 13G
is filed:

- ☐ Rule 13d-1(b)
- ☒ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

(Page 1 of 10
Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1

2

CHECK (a) THE APPROPRIATE BOX IF A MEMBER OF A GROUP

3

SEC USE ONLY

4

CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States

5 SOLE VOTING POWER

3,552,000 shares
of Common
Stock

563,354 shares
of Common
Stock issuable
upon exercise of
Warrants.

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH:

6 SHARED VOTING POWER

300,000 shares
of Common
Stock

7 SOLE DISPOSITIVE POWER

3,552,000 shares
of Common
Stock

563,354 shares
of Common
Stock issuable
upon exercise of
Warrants.

8 SHARED
DISPOSITIVE
POWER

300,000 shares
of Common
Stock

9 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
REPORTING
PERSON

3,852,000 shares of
Common Stock

563,354 shares of
Common Stock
issuable upon exercise
of Warrants.

10 CHECK BOX " " ☐
IF THE
AGGREGATE
AMOUNT IN
ROW (9)
EXCLUDES
CERTAIN
SHARES

11 PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

4.03%

12 TYPE OF
REPORTING
PERSON

IN

(1) This Schedule 13G/A-2 is filed by Steven M. Bathgate, Margaret Bathgate, Bathgate Family Partnership and Margaret Bathgate as 50% owner in VivaCO. Steven Bathgate and Margaret Bathgate may be deemed to share beneficial ownership of securities held by Bathgate Family Partnership.

1 NAMES OF
REPORTING
PERSONS

2 Margaret Bathgate ⁽¹⁾
~~CHECK~~ ☒ ~~IF~~ ☐
THE
APPROPRIATE
BOX
IF A
MEMBER
OF A
GROUP

3 SEC USE ONLY

4 CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States

5 SOLE VOTING
POWER

2,200,000 shares
of Common
Stock

6 SHARED
VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH:

300,000 shares
of Common
Stock

7 SOLE
DISPOSITIVE
POWER

2,200,000 shares
of Common
Stock

8 SHARED
DISPOSITIVE
POWER

300,000 shares
of Common
Stock

	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON
	2,500,000 shares of Common Stock
10	CHECK <input type="checkbox"/> BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	2.30%
12	TYPE OF REPORTING PERSON
	IN

(1) This Schedule 13G/A-2 is filed by Steven M. Bathgate, Margaret Bathgate, Bathgate Family Partnership and Margaret Bathgate as 50% owner in VivaCO. Steven Bathgate and Margaret Bathgate may be deemed to share beneficial ownership of securities held by Bathgate Family Partnership.

1 NAMES OF REPORTING PERSONS

Bathgate Family Partnership, Ltd. ⁽¹⁾

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐

(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Colorado

5

SOLE VOTING POWER

300,000 shares of Common
Stock

6

SHARED VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH:

7

0
SOLE DISPOSITIVE
POWER

8

300,000 shares of Common
Stock
SHARED DISPOSITIVE
POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON

300,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ☐
EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.28% (See Item 4)*

12 TYPE OF REPORTING PERSON

PN

⁽¹⁾ This Schedule 13G/A-2 is filed by Steven M. Bathgate, Margaret Bathgate, Bathgate Family Partnership and Margaret Bathgate as 50% owner in VivaCO. Steven Bathgate and Margaret Bathgate may be deemed to share beneficial ownership of securities held by Bathgate Family Partnership.

1 NAMES OF REPORTING PERSONS

Margaret Bathgate as 50% owner of VivaCo⁽¹⁾

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐

(b) ☐

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Colorado

5

SOLE VOTING POWER

725,000 shares of Common Stock

6

SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH:

7

0
SOLE DISPOSITIVE
POWER

8

725,000 shares of Common Stock
SHARED DISPOSITIVE
POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON

725,000 shares of Common Stock

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) ☐ EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.67% (See Item 4)*

12 TYPE OF REPORTING PERSON

IN

⁽¹⁾ This Schedule 13G/A-2 is filed by Steven M. Bathgate, Margaret Bathgate, Bathgate Family Partnership and Margaret Bathgate as 50% owner in VivaCO. Steven Bathgate and Margaret Bathgate may be deemed to share beneficial ownership of securities held by Bathgate Family Partnership.

Item 1(a). NAME OF ISSUER:

The name of the issuer is New Jersey Mining Company (the " Company ").

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

The Company's principal executive offices are located at 201 N. Third Street, Coeur d'Alene, ID 83814

Item 2(a). NAME OF PERSON FILING:

This statement is filed by the entities and persons listed below, who are collectively referred to herein as " Reporting Persons ," with respect to the shares of Common Stock (as defined in Item 2(d) below) of the Company:

Reporting Individuals/entities

(i) Steven M. Bathgate with respect to securities owned by himself individually and with respect to securities owned by Bathgate Family Partnership of which he is a general partner.

(ii) Margaret Bathgate with respect to securities owned by herself individually and with respect to securities owned by Bathgate Family Partnership of which she is a general partner and with respect to securities owned by herself as 50% owner in VivaCo.

(iii) Bathgate Family Partnership with respect to securities owned by itself.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of Reporting Steven Bathgate is:

GVC Capital LLC

5350 S. Roslyn St., Ste. 400

Greenwood Village, CO 80111

The address of Reporting Person Margaret Bathgate is:

6376 E. Tufts Ave.

Englewood, CO 80111

The address of Reporting Person Bathgate Family Partnership is:

6376 E. Tufts Ave.

Englewood, CO 80111

**Item
2(c). CITIZENSHIP:**

Citizenship is set forth in Row 4 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

**Item
2(d). TITLE OF CLASS OF SECURITIES:**

Common Stock and Warrants

**Item
2(e). CUSIP NUMBER:**

645827-106

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) " Broker or dealer registered under Section 15 of the Act,
- (b) " Bank as defined in Section 3(a)(6) of the Act,
- (c) " Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) " Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) " Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940,
- (f) " Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F),
- (g) " Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
- (h) " Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) " Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j) " A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) " Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please

specify the type of institution:_____

Item OWNERSHIP

4.

The information as of the date of the event which requires filing of this statement required by Items 4(a) – (c) is set forth in Rows 5 – 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person. The percentage set forth in Row 11 of the cover page for each Reporting Person is based on 108,893,704 shares of Common Stock issued and outstanding as of June 30, 2017.

The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of shares of Common Stock owned by another Reporting Person. Each of the Reporting Individuals hereby disclaims any beneficial ownership of any such shares of Common Stock.

Item OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

5.

The beneficial ownership for each of the Reporting Persons filing this Amendment No. 2 to Schedule 13G has fallen below 5%.

Item OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

6.

Not applicable.

Item IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

7.

Not applicable.

Item IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

8.

Not applicable.

Item NOTICE OF DISSOLUTION OF GROUP.

9.

Not applicable.

Item CERTIFICATION.

10.

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

September 30, 2017
(Date)

September 30, 2017
(Date)

/s/ Margaret Bathgate
(Signature)

/s/ Steven Bathgate
(Signature)

September 30, 2017
(Date)

September 30, 2017
(Date)

Bathgate Family Partnership

Margaret Bathgate as 50% owner of VivaCO

By: /s/ Steven Bathgate

By: /s/ Margaret Bathgate

Name: Steven Bathgate

Name: Margaret Bathgate

Title: General Partner

Title: General Partner

EXHIBIT A

FILING AGREEMENT DATED TO BE EFFECTIVE SEPTEMBER 30, 2017

REGARDING JOINT FILING OF SCHEDULE 13G (Amendment No. 2)

The undersigned hereby agree that:

(i) Each is eligible to use the Schedule 13G attached hereto;

(ii) The attached Schedule 13G is filed on behalf of each of the undersigned; and

(iii) Each of the undersigned is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information therein concerning itself; but none of them is responsible for the completeness and accuracy of the information concerning the other persons making the filing.

/s/ Margaret Bathgate
(Signature)

/s/ Steven Bathgate
(Signature)

Bathgate Family Partnership Margaret Bathgate as 50% owner of VivaCO

By: /s/ Steven Bathgate
Name: Steven Bathgate
Title: General Partner

By: /s/ Margaret Bathgate
Name: Margaret Bathgate
Title: General Partner