

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Billingsley Chester		2. Issuer Name and Ticker or Trading Symbol Mentor Capital, Inc. [MNTR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/19/2021		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
5964 CAMPUS COURT			4. If Amendment, Date Original Filed (Month/Day/Year) 05/21/2021		
(Street)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		
PLANO, TX 75093					
(City) (State) (Zip)					

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/19/2021		S	V	208,000 (1) (2)	D	\$ 0.12	1,283,886	D	

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

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Series B Warrants	\$ 0.11							04/11/2000	05/11/2038	Common Stock	87,456	87,456	D	
Series D Warrants	\$ 1.60							04/11/2000	05/11/2038	Common Stock	2,050,228	2,050,228	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Billingsley Chester 5964 CAMPUS COURT PLANO, TX 75093	X	X	Chief Executive Officer	

Signatures

/s/ Chester Billingsley	06/07/2021
<small>**Signature of Reporting Person</small>	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).

(1) The Form 4, as originally filed, contained a typographical error which incorrectly reported the Transaction Code under Item 4 as "A." The Form 4, as amended by this Form 4/A, corrects this typographical error and now correctly reports the Transaction Code under Item 4 as "D."

(2) All sales per 10b5-1 Plan by which Reporting person voluntarily reports early that pursuant to a single Rule 10b5-1 plan, exactly 208,000 shares will be sold between 5/19/2021 and 8/14/2021 in equal weekly sell order lots of 16,000 shares split into three individual sell orders of approximately 5,333 shares each, placed on the first two or three days of each week, during the first 13 weeks of the plan, and priced between the BID and ASK price at approximately \$0.12 per share. Any residual shares remaining in the last ten trading days of the three-month plan will be sold at a market price chosen by the independent broker administering the Rule 10b5-1 plan effective 5/15/2021.

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.