

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-02-21** | Period of Report: **2006-02-21**

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REPORTING OWNER

MARCUS MICHAEL

CIK: **1264878**

Type: **4** | Act: **34** | File No.: **000-50228** | Film No.: **06632469**

Mailing Address

*1600 ROCKCLIFF RD
C/O MARCUS & ASSOCIATES
AUSTIN TX 78746*

Business Address

5123284932

ISSUER

TOUCHSTONE RESOURCES USA, INC.

CIK: **1162721** | IRS No.: **330967974** | Fiscal Year End: **1231**

SIC: **1311** Crude petroleum & natural gas

Mailing Address

*1600 SMITH STREET
SUITE 5100
HOUSTON TX 77002*

Business Address

*1600 SMITH STREET
SUITE 5100
HOUSTON TX 77002
(713) 784-1113*

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

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

1. Name and Address of Reporting Person MARCUS MICHAEL			2. Issuer Name and Ticker or Trading Symbol TOUCHSTONE RESOURCES USA, INC. [tsnu]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2006			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		
1600 ROCKCLIFF RD, C/O MARCUS & ASSOCIATES			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) AUSTIN, TX 78746								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/21/2006	02/21/2006	G		400,000 ⁽¹⁾	D	\$1.14 ⁽²⁾	5,937,979	I	Owned by Janet Zand. Janet is Michael Marcus' wife.

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 Securities Underlying Derivative Security (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		Date Exercisable	Expiration Date					

Explanation of Responses:

1. 400,000 shares of the common stock of Touchstone Resources USA was gifted to charitable organizations on 2/21/2006.

2. As of the time of this filing Touchstone Resources stock is trading on the open market at around \$1.14/share. Trading of Touchstone Resources USA stated the day at \$1.22/share.

Signatures

Michael Marcus

** Signature of Reporting Person

02/21/2006

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.