

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

American Resources Corp

Form: 8-K

Date Filed: 2021-02-05

Corporate Issuer CIK: 1590715

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest event Reported): February 5, 2021

AMERICAN RESOURCES CORPORATION
(Exact name of registrant as specified in its charter)

Florida
(State or other jurisdiction
of incorporation)

000-55456
(Commission
File Number)

46-3914127
(I.R.S. Employer
Identification No.)

12115 Visionary Way, Suite 174, Fishers Indiana, 46038
(Address of principal executive offices)

(317) 855-9926
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See: General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On February 5, 2021, American Resources Corporation (or the "Company") issued a press release announcing that American Acquisition Opportunity Inc., a special purpose acquisition company (the "SPAC" or "AAOI"), in which the Company has an indirect investment, filed a Registration Statement on Form S-1 (the "Registration Statement") with the Securities and Exchange Commission ("SEC") on February 4, 2021 in connection with a proposed initial public offering of its units. AAOI intends to search for a target in the land holdings and resources industry.

AAOI will look to target a platform-building acquisition in the land holdings and resources industry that generates current revenues from its legacy industries, predominately focused on natural resources. The goal of AAOI is to look beyond the targets current business model and pursue a growth industry of clean energies, social impact and new industries such as recycling and redevelopment.

The information presented in Item 7.01 of this Current Report on Form 8-K and Exhibit 99.1 shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, unless the Company specifically states that the information is to be considered "filed" under the Exchange Act or specifically incorporates it by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act.

A copy of the press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

The following exhibits are attached hereto and filed herewith.

| Exhibit No. | Description |
|----------------------|--------------------------------------|
| 99.1 | Press Release Dated February 5, 2021 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

American Resources Corporation

Date: February 5, 2021

By: /s/ Mark C. Jensen

Mark C. Jensen

Chief Executive Officer



American Resources Corporation Announces Filing of SPAC Registration Statement

*Company's SPAC is targeting acquisitions in the land holding and resource industry,
and will focus on advancing land and resource assets towards a modern-day business
model of clean energy, recycling and redevelopment, and social impact*

February 5, 2021 | **Source:** American Resources Corporation

FISHERS, INDIANA / ACCESSWIRE / February 5, 2021 / American Resources Corporation (NASDAQ:AREC) ("American Resources" or the "Company"), a next generation and socially responsible supplier of raw materials to the new infrastructure marketplace, today announced that American Acquisition Opportunity Inc., a special purpose acquisition company (the "SPAC" or "AAOI"), in which the Company has an indirect investment, filed a Registration Statement on Form S-1 (the "Registration Statement") with the Securities and Exchange Commission ("SEC") on February 4, 2021 in connection with a proposed initial public offering of its units. AAOI intends to search for a target in the land holdings and resources industry.

AAOI will look to target a platform-building acquisition in the land holdings and resources industry that generates current revenues from its legacy industries, predominately focused on natural resources. The goal of AAOI is to look beyond the targets current business model and pursue a growth industry of clean energies, social impact and new industries such as recycling and redevelopment.

The proposed public offering is expected to have a base offering size of \$100 million, or up to \$115 million if the underwriters' over-allotment option is exercised in full. AAOI will be managed by the Company's management team.

Kingswood Capital Markets, division of Benchmark Investments, Inc is acting as sole book-running manager for the offering.

The offering is being made only by means of a prospectus. When available, copies of the prospectus related to the proposed initial offering by American Acquisition Opportunity Inc. may be obtained for free by visiting Edgar or the SEC's website at www.sec.gov or from Kingswood Capital Markets, division of Benchmark Investments, Inc., Attn: Syndicate Department, 17 Battery Place, Suite 625, New York, New York 10004, by telephone at (212) 404-7002, by fax at (646) 861-4697, or by email at syndicate@kingswoodcm.com.

A registration statement relating to the securities of AAOI has been filed with the SEC but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the Registration Statement becomes effective. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Special Note Regarding Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements involve known and unknown risks, uncertainties, and other important factors that could cause the Company’s actual results, performance, or achievements or industry results to differ materially from any future results, performance, or achievements expressed or implied by these forward-looking statements. These statements are subject to a number of risks and uncertainties, many of which are beyond American Resources Corporation’s control. The words “believes”, “may”, “will”, “should”, “would”, “could”, “continue”, “seeks”, “anticipates”, “plans”, “expects”, “intends”, “estimates”, or similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. Any forward-looking statements included in this press release are made only as of the date of this release. The Company does not undertake any obligation to update or supplement any forward-looking statements to reflect subsequent events or circumstances. The Company cannot assure you that the projected results or events will be achieved.

PR Contact

Precision Public Relations

Matt Sheldon

917-280-7329

matt@precisionpr.co

Investor Contact:

JTC Team, LLC

Jenene Thomas

833-475-8247

AREC@jtcir.com

Company Contact:

Mark LaVerghetta

Vice President of Corporate Finance and Communications

317-855-9926 ext. 0

investor@americanresourcescorp.com
