

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Yuma Energy, Inc.

Form: 8-K

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Corporate Issuer CIK: 1672326

**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: June 21, 2019

(Date of earliest event reported)

YUMA ENERGY, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of incorporation)

001-37932

(Commission File Number)

94-0787340

(IRS Employer Identification No.)

1177 West Loop South, Suite 1825

Houston, Texas 77027

(Address of principal executive offices) (Zip Code)

(713) 968-7000

(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:

- 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 (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value per share	YUMA	NYSE American LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 3.03. Material Modification to Rights of Security Holders.

On June 21, 2019, the Board of Directors (the "Board") of Yuma Energy, Inc. (the "Company") approved a one-for-fifteen reverse stock split of its issued and outstanding shares of common stock. The reverse split will be effective at 12:01 a.m. (Eastern Time) on July 3, 2019, and shares of the Company's common stock will begin trading on a split-adjusted basis when the NYSE American LLC (the "NYSE American") opens on that date. The reverse split is being implemented for the purpose of complying with the NYSE American continued listing standards regarding the low selling price of the Company's common stock.

The Company's common stock will continue to trade on the NYSE American under the trading symbol "YUMA," but will trade under the following new CUSIP number starting July 3, 2019: 98872F 204. As a result of the reverse split, each fifteen pre-split shares of common stock outstanding will automatically combine into one new share of common stock without any action on the part of the stockholder. The number of outstanding shares of common stock will be reduced from approximately 23.2 million shares to approximately 1.5 million shares. The authorized number of shares of common stock will not be reduced and will remain at 100.0 million. All fractional shares will be rounded up to the nearest whole share. As previously disclosed, at the Company's Annual Meeting of Stockholders held on June 12, 2019, the Company's stockholders approved a proposal authorizing the Board to effect a reverse stock split by a ratio of not less than one-for-ten and not more than one-for-twenty-five.

The reverse stock split affects all issued and outstanding shares of the Company's common stock. In addition, the reverse split reduces the number of shares of common stock issuable upon the exercise of stock appreciation rights and stock options outstanding immediately prior to the reverse split, and the number of shares reserved for future issuance under the Company's existing incentive compensation plans will be proportionately reduced. The par value of the Company's

common stock will remain unchanged at \$0.001 per share after the reverse split.

Item 7.01. Regulation FD Disclosure.

On June 21, 2019, the Company issued a press release announcing the reverse split, which is included as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Current Report on Form 8-K furnished pursuant to Item 7.01, including Exhibit 99.1, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to liability under that section, and it shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing. By filing this Current Report on Form 8-K and furnishing this information pursuant to Item 7.01, the Company makes no admission as to the materiality of any information in this Current Report on Form 8-K, including Exhibit 99.1, that is required to be disclosed solely by Regulation FD.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is furnished with this Current Report on Form 8-K:

Exhibit No.	Description
99.1	Press Release dated June 21, 2019.

SIGNATURE

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.

YUMA ENERGY, INC.

By: /s/ Anthony C. Schnur

Name: Anthony C. Schnur

Title: Interim Chief Executive Officer, Interim Chief Financial Officer and
Chief Restructuring Officer

Date: June 24, 2019



NEWS RELEASE

Yuma Energy, Inc. Announces Reverse Stock Split

HOUSTON, TX – (PR Newswire – June 21, 2019) – Yuma Energy, Inc. (NYSE American: YUMA) (“Yuma,” the “Company,” “we” or “our”) today announced that its Board of Directors has approved a one-for-fifteen reverse stock split of its issued and outstanding shares of common stock. The reverse split will be effective at 12:01 a.m. Eastern Time on July 3, 2019, and shares of the Company’s common stock will begin trading on a split-adjusted basis when the NYSE American market opens on that date.

The Company’s common stock will continue to trade on the NYSE American under the trading symbol “YUMA,” but will trade under the following new CUSIP number starting July 3, 2019: 98872F 204. As a result of the reverse split, each fifteen pre-split shares of common stock outstanding will automatically combine into one new share of common stock without any action on the part of the stockholder. The number of outstanding common shares will be reduced from approximately 23.2 million to approximately 1.5 million shares. The authorized number of shares of common stock will not be reduced and will remain at 100.0 million. All fractional shares will be rounded up to the nearest whole share. As previously disclosed, at the Company’s Annual Meeting of Stockholders held on June 12, 2019, the Company’s stockholders approved a proposal authorizing the Company’s Board of Directors to effect a reverse stock split by a ratio of not less than one-for-ten and not more than one-for-twenty-five.

The reverse split is being implemented for the purpose of complying with the NYSE American continued listing standards regarding the low selling price of the Company’s common stock. Additional information about the reverse split, including the reasons therefor, can be found in the Company’s Definitive Proxy Statement on Schedule 14A filed with Securities and Exchange Commission on April 30, 2019.

Registered stockholders holding their shares of common stock in book-entry or through a bank, broker or other nominee form do not need to take any action in connection with the reverse stock split. For those stockholders holding physical stock certificates, the Company’s transfer agent, Computershare Trust Company, N.A., will send instructions for exchanging those certificates for new certificates representing the post-split number of shares. Computershare can be reached at 800-962-4284.

About Yuma Energy, Inc.

Yuma Energy, Inc., a Delaware corporation, is an independent Houston-based exploration and production company focused on acquiring, developing and exploring for conventional and unconventional oil and natural gas resources. Historically, the Company’s activities have focused on inland and onshore properties, primarily located in central and southern Louisiana and southeastern Texas. Its common stock is listed on the NYSE American under the trading symbol “YUMA.”

Forward-Looking Statements

This release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Any and all statements that are not strictly historical statements constitute forward-looking statements and may often, but not always, be identified by the use of such words such as “expects,” “believes,” “intends,” “anticipates,” “plans,” “estimates,” “potential,” “possible,” or “probable” or statements that certain actions, events or results “may,” “will,” “should,” or “could” be taken, occur or be achieved. The Company’s annual report on Form 10-K for the year ended December 31, 2018, quarterly reports on Form 10-Q, recent current reports on Form 8-K, and other SEC filings discuss some of the important risk factors identified that may affect its business, results of operations, and financial condition. The Company undertakes no obligation to revise or update publicly any forward-looking statements, except as required by law.

For more information, please contact

Carol Coale
Managing Director
Dennard Lascar Investor Relations
713-529-6600
