

EMPIRE PETROLEUM CORP
Form 8-K
August 30, 2011

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): August 24, 2011

EMPIRE PETROLEUM CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE 001-16653 73-1238709
(State or Other Jurisdiction (Commission (I.R.S. Employer
of Incorporation) File Number) Identification No.)
4444 E. 66TH STREET, LOWER ANNEX, TULSA, OK 74136-4207
(Address of Principal Executive Offices) (Zip Code)

918-488-8068
(Registrant's telephone number, including area code)

N/A
(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))

Item 3.02 Unregistered Sales of Equity Securities

On August 24, 2011, Empire Petroleum Corporation (the “Registrant”) sold Albert E. Whitehead, the Registrant’s Chief Executive Officer and member of the Registrant’s board of directors, 2,000,000 shares of the Registrant’s common stock, par value \$0.001 (the “Common Stock”), at a price of \$0.05 per share of Common Stock for an aggregate purchase price of \$100,000. The proceeds from the transaction will be used to pay certain upcoming lease rental obligations and for general working capital purposes.

The offer and sale related to the shares described above were not registered under the Securities Act of 1933, as amended, in reliance upon the exemption from the registration requirements of that act provided by Section 4 (2) thereof and Regulation D promulgated by the SEC thereunder.

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.

Empire Petroleum Corporation

By/s/Albert E. Whitehead

Name: Albert E. Whitehead

Title: Chief Executive Officer

Date: August 25, 2011

Exhibit No. Description

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On June 27, 2018, Conagra Brands, Inc. (the Company) issued a press release which contained information on the Company's fourth quarter fiscal 2018 financial results. The press release is furnished with this Current Report on Form 8-K as Exhibit 99.1.

In the first quarter of fiscal 2019, the Company is adopting Accounting Standard Update (ASU) 2017-07, which requires the Company to present the service cost component of net benefit cost in the same line items in which it reports compensation cost. The Company is also required to present all other components of net benefit cost outside a subtotal of operating income, if presented, or disclose separately. The Company is furnishing with this Current Report on Form 8-K as Exhibit 99.2 certain historical unaudited financial information that has been recast for this ASU. This recast financial information is provided to ensure comparability and has no impact on the Company's previously reported consolidated statements of operations, comprehensive income (loss), balance sheets, stockholders' equity, and cash flows. The information in this Current Report on Form 8-K, including Exhibit 99.2, should be read in conjunction with the Company's Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q.

The information furnished pursuant to Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1 and Exhibit 99.2, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to liabilities under that section and shall not be deemed to be incorporated by reference into any document filed under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

99.1 Press Release issued June 27, 2018

99.2 Supplemental Historical Financial Information (Unaudited)

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.

CONAGRA BRANDS, INC.

By: /s/ Colleen Batcheler
Name: Colleen Batcheler
Title: Executive Vice President, General
Counsel and Corporate Secretary

June 27, 2018