

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**RESERVE PETROLEUM CO**

CIK:**83350** | IRS No.: **730237060** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-08157** | Film No.: **13850970**  
SIC: **1311** Crude petroleum & natural gas

Mailing Address

6801 NORTH BROADWAY  
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OKLAHOMA OK 73116-9092

Business Address

6801 N BROADWAY STE 300  
OKLAHOMA CITY OK  
73116-9092  
4058487551

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**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): **May 10, 2013**

**THE RESERVE PETROLEUM COMPANY**

(Exact name of registrant as specified in its charter)

**DELAWARE**

(State or other jurisdiction  
of incorporation or organization)

**000-8157**

(Commission  
File Number)

**73-0237060**

(I.R.S. Employer Identification No.)

**6801 Broadway Ext., Suite 300  
Oklahoma City, Oklahoma 73116-9037**

(Address of principal executive offices)

**(405) 848-7551**

(Registrant's telephone number, including area code)

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 (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 13c-4(c) under the Exchange Act (17 CFR 240.13c-4(c))

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## Item 8.01 Other Events

On May 10, 2013, The Reserve Petroleum Company (the “Company”) became aware of a tender offer dated May 2013 for up to 7,500 shares of the Company’s common stock at \$230.00 per share (the “Tender Offer”) that is being made by Branzan Alternative Opportunities Fund, L.L.L.P. (“Branzan”). The Company does not know whether or not the Tender Offer was sent to all stockholders of the Company. A copy of the Tender Offer is attached to this Form 8-K as Exhibit 99.

Based on its current stockholder list, the Company believes that Branzan owns ten shares of the Company’s common stock. If Branzan purchases 7,500 shares in the Tender Offer, the Company believes that Branzan will own approximately 4.7% of the Company’s outstanding common stock.

On November 29, 2012, Branzan sent a Demand for Inspection of Books and Records Pursuant to Section 220(b) of the Delaware General Corporation Law to the Company (the “Demand Letter”). In the Demand Letter, Branzan requested the opportunity to inspect a current list of the Company’s shareholders and their addresses and stated that it was making its request for the purposes of communicating with the Company’s shareholders: (a) in order to solicit from other shareholders of the Company for the tender of stock, and (b) in order to influence the policy of the Company’s management. On January 4, 2013, a representative of Branzan arrived at the Company’s offices and was given a then current list of the Company’s stockholders pursuant to Section 220(b) of the Delaware General Corporation Law.

The Company expresses no opinion and is remaining neutral toward the Tender Offer. The reasons for the Company’s position are as follows: (i) other than related to the Demand Letter and the transfer of stock related to the Tender Offer, the Company has not had any contact with Branzan and it does not know anything about Branzan, let alone how it intends to influence the policy of the Company’s management, and (ii) due to the fact that the stock is so thinly traded, it is not possible to establish its value.

## Item 9.01 Financial Statements and Exhibits

### (d) Exhibits

[99](#)

Tender Offer dated May 2013 that is being made by Branzan Alternative Opportunities Fund, L.L.L.P.

## 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.

/s/ Cameron McLain  
Cameron McLain  
Principal Executive Officer

Date: May 16, 2013



[Reserve Petroleum 8-K](#)

Exhibit 99

May 2013

Dear Reserve Petroleum Company Shareholder:

Branzan Alternative Opportunities Fund, L.L.P. (Branzan) and its affiliates are offering to purchase up to 7,500 shares of The Reserve Petroleum Company (Reserve Petroleum) at \$230.00 per share.

This tender offer gives you an opportunity to sell units of a relatively illiquid security without any brokerage or other costs.

Branzan has sufficient cash reserves to purchase all of the shares tendered.

Reserve Petroleum purchased 127 shares in the 4<sup>th</sup> quarter of 2012 for \$180.00 per share.

If you want to sell your shares, please complete and sign the enclosed Stock Power and have your signature Medallion Guaranteed by a bank or a broker. Mail the Stock Power, together with your certificate, to the address listed at the bottom of the page. We suggest you use registered mail. A check will be mailed to you immediately upon our receiving confirmation from Reserve Petroleum that the shares have been successfully transferred to Branzan or its assigns.

Unless extended, this offer will expire on June 15, 2013. Submissions postmarked after this date may not be accepted.

The offer price will be reduced by any distributions made on the units after May 1, 2013.

You are under no obligation to accept this tender offer. Branzan is not affiliated in any way with Reserve Petroleum.

If you have any questions, please do not hesitate to contact us via telephone or e-mail.

Very Truly Yours,

C. Spencer Brant

Branzan Alternative Opportunities Fund, L.L.P.  
475 17<sup>th</sup> Street, Suite 570  
Denver, CO 80202  
Phone: (303) 292-9224 ext. 24  
Email: [csb@branzanadvisors.com](mailto:csb@branzanadvisors.com)

Enclosure

475 SEVENTEENTH STREET | SUITE 570 | DENVER COLORADO 80202 | 303.292.9224 | [www.branzanadvisors.com](http://www.branzanadvisors.com)

## IRREVOCABLE STOCK POWER FORM

Date \_\_\_\_\_ Contact Phone Number \_\_\_\_\_

FOR VALUE RECEIVED, the Undersigned does (do) hereby sell, assign and transfer the below listed shares of The Reserve Petroleum Company to Branzan Alternative Opportunities Fund, L.L.L.P., Tax ID# \_\_\_\_\_  
(to be completed by Branzan)

Name of Certificate Holder:

The Reserve Petroleum Company Certificate Number: \_\_\_\_\_

Number of Shares to be Transferred:

The undersigned does (do) hereby irrevocably constitute and appoint Branzan Alternative Opportunities Fund L.L.L.P. attorney to transfer the shares as the case may be, on the books of said Company, with full power of substitution in the premises.

### IMPORTANT – READ CAREFULLY

The signature (s) to this Power must correspond with the names(s) as written upon the face of the certificate(s), in every particular without alteration or enlargement or any change whatever.

\_\_\_\_\_  
(Person executing this power signs here)

MEDALLION SIGNATURE GUARANTEED

\_\_\_\_\_  
(Name of Bank, Trust Company or Broker)

\_\_\_\_\_  
(Official Signature)