

CORNING NATURAL GAS CORP

Form 8-K

September 06, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

August 30, 2012

(Date of earliest event reported)

Corning Natural Gas Corporation

(Exact name of registrant as specified in its charter)

New York	000-00643	16-0397420
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

330 West William Street, Corning, New York	14830
(Address of principal executive offices)	(Zip Code)

(607) 936-3755

(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:

- ☐ 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 8.01 Other Events

On August 30, 2012, counsel to Gas Natural, Inc. and Richard M. Osborne sent a letter to counsel representing the Company. The letter offered to settle and release, for a \$650,000 cash payment, claims related to Gas Natural's previous offers to purchase the Company. Between September 2008 and August 2010, Gas Natural made a series of different non-binding offers to purchase the Company. The last offer was withdrawn before the Company could act on it. The Company is seeking clarification of the offer, including clarification as to whom payments would be made (Gas Natural and/or Mr. Osborne) and in what proportion, and is considering its alternatives. The Company believes that its actions in connection with the offers were in the best interests of the Company and its shareholders.

By: /s/ Michael I. German

President and Chief Executive Officer

Dated: August 30, 2012