

GEOPETRO RESOURCES CO  
Form 8-K  
November 28, 2012

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): November 21, 2012

GeoPetro Resources Company  
(Exact name of registrant as specified in its charter)

|   |                                       |  |
|---|---------------------------------------|--|
| California<br>(State or other jurisdiction of<br>incorporation) | 001-16749<br>(Commission File Number) | 94-3214487<br>(IRS Employer Identification<br>No.) |
|---|---------------------------------------|--|

150 California Street, Suite 600  
San Francisco, CA 94111  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (415) 398-8186

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 (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 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 3.01.  
Notice of  
Delisting  
or Failure  
to Satisfy a  
Continued  
Listing  
Rule or  
Standard;  
Transfer of  
Listing

On November 21, 2012, GeoPetro Resources Company (the “Company”) received notice from the NYSE MKT LLC (the “Exchange”) stating that the Staff has determined that the Company’s securities have been selling for a low price per share for a substantial period of time and, pursuant to Section 1033(f)(v) of the Company guide, the Company’s continued listing is predicated on it effecting a reverse stock split of its Common Stock no later than May 21, 2013.

Item 7.01. Regulation FD Disclosure

On November 28, 2012, the Company issued a press release announcing the non-compliance. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit 99.1 Press Release, dated November 28, 2012.

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.

GEOPETRO RESOURCES COMPANY

Date: November 28, 2012

By: /s/ Stuart J. Doshi  
Stuart J. Doshi, President, Chief  
Executive Officer and Chairman