

TRI VALLEY CORP  
Form 8-K  
June 14, 2005

*As filed with the Securities and Exchange Commission on March 4, 2005*

**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):

**June 09, 2005**

**TRI-VALLEY CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or  
organization)

**0-6119**  
(Commission File Number)

**84-0617433**  
(IRS Employer  
Identification No.)

**5555 Business Park South  
Suite 200  
Bakersfield, California**  
(Address of principal executive office)

Issuer's telephone number: **(661) 864-0500**

**Section 3 - Securities and Trading Markets**

**Item 3.02 Unregistered Sales of Equity Securities**

Tri-Valley Corporation has sold 50,000 restricted shares of common stock, together with warrants to purchase 16,667 common shares at an exercise price of \$15.00 per share for two years, to an accredited investor at \$12.00 per share. The sale was made in a privately negotiated transaction in reliance on the exemption from registration requirements contained in Section 4(2) of the Securities Act of 1933, and pending expected approval by the American Stock Exchange.

This sale was made on June 9, 2005, after the open market close. The closing market price on June 9 was \$11.79 per share. The sale also occurred after the Company's public announcement of the commencement of operations on its Moffat Ranch East Prospect after the market opened on June 3, 2005. The Company plans to use the proceeds for an asset purchase.

**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.

**TRI-VALLEY CORPORATION**

Date: June 13, 2005

*/s/ F. Lynn Blystone*  
F. Lynn Blystone, President and Chief  
Executive Officer