

Storm Cat Energy CORP  
Form 8-K  
August 12, 2008

**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**

Date of report (Date of earliest event reported): **August 11, 2008**

**Storm Cat Energy Corporation**

(Exact Name of Registrant as Specified in Charter)

**British Columbia, Canada**  
(State or Other Jurisdiction

of Incorporation)

**001-32628**  
(Commission

File Number)

**06-1762942**  
(IRS Employer

Identification No.)

**1125 17<sup>th</sup> Street, Suite 2310, Denver, Colorado 80202**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(303) 991-5070**

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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 2.02. Results of Operations and Financial Condition.**

On August 11, 2008, Storm Cat Energy Corporation ( Storm Cat ) announced its financial results for the quarter ended June 30, 2008. A copy of the earnings release is furnished to the United States Securities and Exchange Commission (the Commission ) with this current report on Form 8-K as Exhibit 99.1. The earnings release contains certain non-GAAP financial measures for the periods set forth therein, including adjusted EBITDA and operating cash flow. Adjusted EBITDA is earnings before interest, taxes, depreciation and amortization expense and share-based compensation expense. The most directly comparable GAAP financial measure to this non-GAAP financial measure is net loss, which is set forth in the earnings release and below for the relevant periods set forth in the earnings release. Operating cash flow is natural gas revenues less lease operating expenses, gathering and transportation expenses and production taxes. The most directly comparable GAAP financial measure to this non-GAAP financial measure is operating loss, which is set forth in the earnings release and below for the relevant periods set forth in the earnings release.

*In U.S. Dollars and in thousands*

|                | Three Months Ended June 30, |            | Six Months Ended June 30, |            |
|----------------|-----------------------------|------------|---------------------------|------------|
|                | 2008                        | 2007       | 2008                      | 2007       |
| Net loss       | \$ (4,693)                  | \$ (4,592) | \$ (8,337)                | \$ (5,939) |
| Operating loss | \$ (1,872)                  | \$ (3,356) | \$ (2,940)                | \$ (5,202) |

Reconciliations of the non-GAAP financial measures to the most directly comparable GAAP financial measures are included in the earnings release.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit No. | Description                          |
|-------------|--------------------------------------|
| 99.1        | News Release, dated August 11, 2008. |

**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.

STORM CAT ENERGY CORPORATION

Date: August 11, 2008

By: /s/ Paul Wiesner  
Name: Paul Wiesner  
Title: Chief Financial Officer

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Description</b>                   |
|--------------------|--------------------------------------|
| 99.1               | News Release, dated August 11, 2008. |