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REUNION INDUSTRIES INC

Form 8-K

April 10, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-1004

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): April 4, 2007

REUNION INDUSTRIES, INC.

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(Exact name of registrant as specified in its charter)

DELAWARE

01-15739

06-1439715

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(State of Incorporation)

(Commission File No.)

(IRS Employer ID No.)

11 STANWIX STREET, SUITE 1400  
PITTSBURGH, PENNSYLVANIA 15222

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(Address of principal executive offices, including zip code)

(412) 281-2111

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(Registrant's telephone number, including area code)

NOT APPLICABLE

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(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))

Item 3.01 - Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard

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On February 20, 2007, the registrant received a letter (the "First Notice Letter") from the American Stock Exchange ("AMEX" or the "Exchange") giving notice of AMEX's intent to strike the registrant's common stock from the Exchange by filing a delisting application with the Securities and Exchange Commission pursuant to Section 1009(d) of the AMEX Company Guide (the "Guide"). The First Notice Letter stated that the basis for this action is the registrant's failure to regain compliance with Sections 1003(a)(i) and 1003(a)(iv) of the Guide by, respectively, January 31, 2007 and December 31, 2006. Section 1003(a)(i) concerns the delisting of the securities of a company which has stockholders equity of less than \$2,000,000 if the company has sustained losses from continuing operations and/or net losses in two of its three most recent fiscal years. Section 1003(a)(iv) concerns the delisting of the securities of a company based on the amount of such losses and the impairment of its financial condition.

The registrant appealed the proposed delisting of its common stock to a Listing Qualifications Panel of AMEX, in accordance with Sections 1203 and 1009(d) of the Guide. By letter dated April 4, 2007 (the "Second Notice Letter"), AMEX notified the registrant that the Listing Qualifications Panel had affirmed its staff's determination to delist the registrant's common stock. The registrant does not intend to appeal this decision.

The Second Notice Letter states that AMEX will suspend trading in the registrant's common stock as soon as practicable in accordance with Section 1024(d) of the Guide and will file an application with the Securities and Exchange Commission to strike the stock from listing and registration on AMEX when and if authorized, in accordance with Sections 1205(g), 1206(d) and/or 1206(e) of the Guide.

The registrant intends to arrange for its common stock to be traded in the over-the-counter market and for quotes, last-sale prices and volume information for such stock to be displayed on the OTC Bulletin Board.

### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: April 10, 2007

REUNION INDUSTRIES, INC.  
(Registrant)

By /s/ John M. Froehlich  
John M. Froehlich  
Executive Vice President  
and Chief Financial Officer