

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): **February 23, 2018**

**Ring Energy, Inc.**

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of incorporation)

001-36057

(Commission File Number)

90-0406406

(I.R.S. Employer Identification No.)

901 West Wall St. 3<sup>rd</sup> Floor

Midland, TX

(Address of principal executive offices)

79702

(Zip Code)

(432) 682-7464

(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 (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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 8.01 Other Events.**

On February 23, 2018, Ring Energy, Inc. (the “Company”) issued a press release announcing the pricing of an underwritten public offering of 5,300,000 shares of its common stock to the public at \$14.00 per share. The Company has granted the underwriters a 30-day option to purchase up to an additional 804,000 shares of common stock from the Company at the offering price, less underwriting discounts and commissions, solely to cover over-allotments. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

99.1 [Press release dated February 23, 2018, entitled “Ring Energy, Inc. Announces Pricing of Public Offering of Common Stock”.](#)

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**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.

Date: February 23, 2018

**Ring Energy, Inc.**

By: /s/ William R. Broaddrick  
William R. Broaddrick  
Chief Financial Officer

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FOR IMMEDIATE RELEASE

February 23, 2018

NYSE American - REI

**RING ENERGY, INC. ANNOUNCES PRICING OF  
PUBLIC OFFERING OF COMMON STOCK**

*Midland, TX February 23, 2018*- Ring Energy, Inc. (NYSE American: REI) (the “Company”) announced today that it has priced an underwritten public offering of 5,360,000 shares of its common stock to the public at \$14.00 per share. The Company has granted the underwriters a 30-day option to purchase up to an additional 804,000 shares of common stock from the Company at the offering price (less the underwriting discounts and commissions). The Company expects to close the sale of the shares of common stock on February 27, 2018, subject to customary closing conditions. Net proceeds to the Company from the sale of 5,360,000 shares will be approximately \$71 million, after deducting underwriting discounts, commissions and estimated offering expenses.

The Company intends to use the net proceeds from the offering to fund its 2018 capital expenditure program and for other general corporate purposes.

SunTrust Robinson Humphrey, Inc. and Seaport Global Securities LLC are acting as joint book-running managers in the offering. Capital One Securities, Inc., Euro Pacific Capital Inc., Imperial Capital, LLC, Ladenburg Thalmann & Co. Inc., Northland Securities, Inc., and Roth Capital Partners are acting as co-managers.

The public offering is being made only by means of a prospectus supplement and accompanying base prospectus to a shelf registration statement previously filed with and declared effective by the Securities and Exchange Commission (the “SEC”). A preliminary prospectus supplement and accompanying base prospectus relating to the offering was filed with the SEC on February 22, 2018. A final prospectus supplement and accompanying base prospectus relating to the offering will be filed with the SEC. Electronic copies of the prospectus supplement and accompanying base prospectus relating to the offering can be obtained on the SEC's website at <http://www.sec.gov>. In addition, copies may be obtained, when available, by contacting (i) SunTrust Robinson Humphrey, 3333 Peachtree Road NE, 9th Floor, Atlanta, GA 30326, Attention: Prospectus Department; email: [strh.prospectus@suntrust.com](mailto:strh.prospectus@suntrust.com); telephone: 404-926-5744; or fax: 404-926-5464 or (ii) Seaport Global Securities LLC, 360 Madison Avenue, 21st Floor, New York, NY 10017; or telephone: 646-264-5601.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any state or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or jurisdiction.

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About Ring Energy, Inc.

Ring Energy, Inc. is an oil and gas exploration, development and production company with current operations in Texas.

[www.ringenergy.com](http://www.ringenergy.com)

Safe Harbor Statement

This release contains forward-looking statements within the meaning of the “safe-harbor” provisions of the Private Securities Litigation Reform Act of 1995 that involve a wide variety of risks and uncertainties, including, without limitations, statements with respect to the Company’s strategy and prospects. Such statements are subject to certain risks and uncertainties which are disclosed in the Company’s reports filed with the SEC, including its Form 10-K for the fiscal year ended December 31, 2016, its Form 10-Q for the quarter ended September 30, 2017, and its other filings with the SEC. Readers and investors are cautioned that the Company’s actual results may differ materially from those described in the forward-looking statements due to a number of factors, including, but not limited to, the Company’s ability to acquire productive oil and/or gas properties or to successfully drill and complete oil and/or gas wells on such properties, general economic conditions both domestically and abroad, the conduct of business by the Company, and other factors that may be more fully described in additional documents set forth by the Company.

For further information contact:

Bill Parsons  
K M Financial, Inc.  
(702) 489-4447

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