
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-A/A (Amendment No. 1)

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

HIGHPEAK ENERGY, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

421 W. 3rd Street, Suite 1000
Fort Worth, Texas 76102
(817) 850-9200

(Address of principal executive offices and zip code)

84-3533602
(IRS Employer
Identification No.)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered
Common Stock, par value \$0.0001 per share
Warrants to purchase Common Stock

Name of each exchange on which each class is to be registered
The Nasdaq Stock Market LLC
The Nasdaq Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities Act registration statement or Regulation A offering statement file number to which this form relates:

333-235313

Securities to be registered pursuant to Section 12(g) of the Act: None.

EXPLANATORY NOTE

This Amendment No. 1 to Registration Statement on Form 8-A amends and restates the prior filing solely to revise the cover page thereof and Item 2 thereof to reflect that the Registrant's securities shall be registered on "The Nasdaq Stock Market LLC." No other changes have been made to the prior filing.

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The securities to be registered hereby are the Common Stock, par value \$0.0001 per share (the "**Common Stock**") and warrants to purchase Common Stock (together with the Common Stock, the "**Securities**") of HighPeak Energy, Inc., a Delaware corporation (the "**Registrant**").

A description of the Securities is set forth under the captions "Description of HighPeak Energy Securities" in the prospectus filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus constitutes a part of the Registrant's Registration Statement on Form S-4/S-1 (Registration No. 333-235313), filed with the Securities and Exchange Commission (the "**Commission**") on August 5, 2020, and declared effective by the Commission on August 7, 2020. Such prospectus, in the form in which it is so filed, shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on The Nasdaq Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

HIGHPEAK ENERGY, INC.

Date: August 20, 2020

By: /s/ Steven W. Tholen
Name: Steven W. Tholen
Title: Chief Financial Officer