

PEDEVCO CORP
Form 10-Q
May 11, 2018

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

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: March 31, 2018

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 001-35922

PEDEVCO CORP.
(Exact name of registrant as specified in its charter)

Texas 22-3755993
(State or other jurisdiction of incorporation or organization) (IRS Employer Identification No.)

4125 Blackhawk Plaza Circle, Suite 201
Danville, California 94506
(Address of Principal Executive Offices)

(855) 733-2685
(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

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Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company
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.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes
No

At May 9, 2018, there were 7,278,754 shares of the Registrant's common stock outstanding.

PEDEVCO CORP.

For the Three Months Ended March 31, 2018

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PART I – FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

PEDEVCO CORP.

CONSOLIDATED BALANCE SHEETS

(Unaudited)

(amounts in thousands, except share and per share data)

	March 31, 2018	December 31, 2017
Assets		
Current assets:		
Cash	\$876	\$917
Accounts receivable – oil and gas	351	301
Prepaid expenses and other current assets	160	176
Total current assets	1,387	1,394
Oil and gas properties:		
Oil and gas properties, subject to amortization, net	34,359	34,922
Oil and gas properties, not subject to amortization, net	-	-
Total oil and gas properties, net	34,359	34,922
Other assets	85	85
Total assets	\$35,831	\$36,401
Liabilities and Shareholders' Deficit		
Current liabilities:		
Accounts payable	\$350	\$101
Accrued expenses	2,219	2,126
Revenue payable	578	557
Convertible notes payable – Bridge Notes, net of premiums of \$113,000 and \$113,000, respectively	588	588
Total current liabilities	3,735	3,372
Long-term liabilities:		
Accrued expenses	1,677	1,462
Accrued expenses – related party	1,994	1,733
Notes payable – Secured Promissory Notes, net of debt discount of \$2,120,000 and \$2,603,000, respectively	35,821	34,159
Notes payable – Secured Promissory Notes – related party, net of debt discount of \$919,000 and \$1,148,000 respectively	16,543	15,930
Notes payable – Subordinated – related party	11,831	11,483
Notes payable – other	4,925	4,925

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Asset retirement obligations	496	477
Total liabilities	77,022	73,541
Commitments and contingencies		
Shareholders' deficit:		
Series A convertible preferred stock, \$0.001 par value, 100,000,000 shares authorized, 66,625 and 66,625 shares issued and outstanding, respectively	-	-
Common stock, \$0.001 par value, 200,000,000 shares authorized; 7,278,754 and 7,278,754 shares issued and outstanding, respectively	7	7
Additional paid-in capital	101,137	100,954
Accumulated deficit	(142,335)	(138,101)
Total shareholders' deficit	(41,191)	(37,140)
Total liabilities and shareholders' deficit	\$35,831	\$36,401

See accompanying notes to unaudited consolidated financial statements.

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PEDEVCO CORP.

CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

(amounts in thousands, except share and per share data)

For the Three
Months
Ended March
31,

2018 2017

Revenue:

Oil and gas sales	\$644	\$734
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Operating expenses:

Lease operating costs	312	330
Exploration expense	10	-
Selling, general and administrative expense	738	