

REDHAWK HOLDINGS CORP.

FORM 8-K (Current report filing)

Filed 02/24/16 for the Period Ending 02/22/16

Address	3753 PENNRIDGE DRIVE ST. LOUIS, MO 63044
Telephone	314-344-1920
CIK	0001353406
Symbol	IDNG
SIC Code	1311 - Crude Petroleum and Natural Gas
Industry	Oil & Gas Operations
Sector	Energy
Fiscal Year	06/30

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 22, 2016**

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

Nevada
(State or other jurisdiction of incorporation)

000-54323
(Commission file number)

20-3866475
(I.R.S. Employer Identification No.)

219 Chemin Metairie Road, Youngsville, Louisiana 70592
(Address of principal executive offices) (Zip Code)

(337)269-5933
(Company's telephone number, including area code)

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:

- 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 8.01. Other Events

On February 22, 2016, RedHawk Holdings Corp. (“RedHawk” or the “Company”) entered into a settlement agreement with Howard J. Taylor, RedHawk’s former Chief Executive Officer and Chairman of the Board of Directors, in partial settlement of certain litigation styled *RedHawk Holdings Corp. and Beechwood Properties, LLC v. Craig Investments, LLC and Howard J. Taylor* (the “Litigation”), filed on or about November 19, 2015 in the Southern District of New York, Case No. 1:15-cv-09127 in connection with certain sale of unregistered securities which occurred in November of 2014.

Currently, Mr. Taylor, through either Concorde Capital Limited (“Concorde”) and/or another entity controlled by Mr. Taylor, owns 18,021,535 shares of common stock of the Company (approximately 4.9% of RedHawk’s outstanding common shares). In exchange for a payment of \$42,500 and other consideration provided in the settlement agreement, Mr. Taylor agreed to sell, assign, transfer and/or convey, all of these shares, and the Company agreed to purchase into its treasury, all of these shares owned by Mr. Taylor, which together constitute all of the shares of stock of the Company owned by Mr. Taylor (either through Concorde and/or another entity controlled by Mr. Taylor).

The Litigation remains pending against Craig Investments, LLC, whose members allegedly own 14,905,915 shares of common stock of the Company and warrants to purchase an additional 7,452,959 shares of common stock of the Company at a price of \$0.005 per share.

Item 9.01. Financial Statements and Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by RedHawk Holdings Corp. on February 22, 2016

SIGNATURE

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 24, 2016

RedHawk Holdings Corp.

By: /s/ G. Darcy Klug

Name: G. Darcy Klug

Title: Chief Financial Officer

FOR IMMEDIATE RELEASE

FEBRUARY 22, 2016

Media Contact :

Julie Calzone
(337) 235-2924
jcalzone@calzone.com

Company Contacts :

Daniel J. Schreiber, CEO
(858) 509-8800
dan@redhawkholdingscorp.com

G. Darcy Klug, CFO
(337) 269-5933
darcy.klug@redhawkholdingscorp.com

REDHAWK SETTLES CLAIM AGAINST FORMER EXECUTIVE

Youngsville, Louisiana – RedHawk Holdings Corp. (OTC: IDNG) (“RedHawk” or the “Company”) announced today it has reached an agreement with Howard J. Taylor, RedHawk’s former Chief Executive Officer and Chairman of the Board, in settlement of the claims against Mr. Taylor in that certain litigation styled *RedHawk Holdings Corp. and Beechwood Properties, LLC vs. Craig Investments, LLC and Howard J. Taylor* (the “Litigation”) filed on or about November 19, 2015 in the Southern District of New York, Case No. 1:15-cv-09127 in connection with the November 2014 sale of unregistered securities.

Currently, Mr. Taylor, through either Concorde Capital Limited (“Concorde”) or another entity controlled by Mr. Taylor, owns 18,021,535 shares of RedHawk common stock (approximately 4.9% of RedHawk’s outstanding common shares). In exchange for a payment of \$42,500 and other consideration provided in the settlement agreement, Mr. Taylor agreed to sell, assign, transfer and/or convey, all of these shares, and the Company agreed to purchase into its treasury, all of these shares of the Company, which together constitute all of the shares of stock of the Company owned by Mr. Taylor and/or Concorde and/or another entity.

The Litigation remains pending against Craig Investments, LLC. whose members allegedly own 14,905,915 shares of RedHawk common stock and warrants to purchase an additional 7,452,959 shares of RedHawk common stock at a price of \$0.005 per share.

###

This release may contain forward-looking statements. Forward-looking statements are all statements other than statements of historical fact. Statements contained in this release that are not historical facts may be deemed to be forward-looking statements. The words “anticipate,” “may,” “can,” “plans,” “believes,” “estimates,” “expects,” “projects,” “targets,” “intends,” “likely,” “will,” “should,” “to be,” “potential” and any similar expressions are intended to identify those assertions as forward-looking statements.

Investors are cautioned that forward-looking statements are inherently uncertain. Actual performance and results may differ materially from that projected or suggested herein due to certain risks and uncertainties. In evaluating forward-looking statements, you should consider the various factors which may cause actual results to differ materially from any forward-looking statements including those listed in the “Risk Factors” section of our latest 10-K report. Further, the Company may make changes to its business plans that could or will affect its results. Investors are cautioned that the Company will undertake no obligation to update any forward-looking statements.
