

PRB Energy, Inc.  
Form 8-K  
February 02, 2007

## **UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15 (d) of the Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported): **January 31, 2007**

## **PRB Energy, Inc.**

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(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of  
incorporation or organization)

**333-120129**

(Commission File Number)

**20-0563497**

(IRS Employer  
Identification No.)

**1875 Lawrence Street, Suite 450 Denver, Colorado**

(Address of principal executive offices)

**80202**

(Zip Code)

Registrant's telephone number, including area code: **(303) 308-1330**

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))
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**Item 8.01 Other Events**

On January 31, 2007, PRB Energy, Inc. ( PRB ) was notified by the American Stock Exchange (the Amex ) that PRB s additional listing application filed on January 5, 2007 relating to 1,250,000 shares of PRB common stock has been approved by the Amex. PRB initially issued the shares on December 26, 2006 in connection with a financing arrangement without receiving prior approval from the Amex. A warning letter was received on January 8, 2007 indicating that PRB did not comply with applicable Amex requirements. PRB believes that it is now in compliance with the Amex rules that were the subject of the warning letter.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
99.1	Amex approval letter dated January 31, 2007
99.2	Press release dated February 2, 2007

SIGNATURES

Pursuant to the requirement of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PRB ENERGY, INC.

/s/ Robert W. Wright  
Robert W. Wright  
Chairman and Chief Executive Officer

February 2, 2007