

CLOUD PEAK ENERGY INC.
Form 8-K
February 22, 2017

**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 22, 2017**

Cloud Peak Energy Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34547
(Commission
File Number)

26-3088162
(IRS Employer
Identification No.)

505 S. Gillette Ave., Gillette, Wyoming
(Address of principal executive offices)

82716
(Zip Code)

Registrant's telephone number, including area code: **(307) 687-6000**

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Not Applicable

(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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01

Regulation FD Disclosure.

On February 22, 2017, Cloud Peak Energy Inc., a Delaware corporation (CPE Inc.) issued a press release announcing that had commenced a registered underwritten public offering of 13,500,000 shares of its common stock, or 15,500,000 shares if the underwriters exercise their option to purchase additional shares in full. CPE Inc. intends to use the net proceeds from the offering to fund the full redemption of its outstanding 8.50% Senior Notes due 2019 (the 2019 Notes), plus accrued and unpaid interest to the redemption date, with any remaining proceeds to be used for general corporate purposes. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated in this Item 7.01 by reference.

The information contained in this Item 7.01 (including Exhibit 99.1) is furnished pursuant to this Item 7.01 and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that Section, notwithstanding any general incorporation by reference language in other CPE Inc. filings.

Item 9.01.

Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release dated February 22, 2017, issued by Cloud Peak Energy Inc. announcing its public offering of common stock.

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.

CLOUD PEAK ENERGY INC.

Date: February 22, 2017

By:	/s/ Bryan J. Pechersky
Name:	Bryan J. Pechersky
Title:	Executive Vice President, General Counsel and Corporate Secretary

EXHIBIT INDEX

**Exhibit
Number**
99.1

Exhibit
Press release dated February 22, 2017, issued by Cloud Peak Energy Inc. announcing its public offering of common stock.