

TRI VALLEY CORP  
Form 8-K  
December 09, 2004

*As filed with the Securities and Exchange Commission on December 9, 2004*

**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):

**December 09, 2004**

**TRI-VALLEY CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or  
organization)

**0-6119**  
(Commission File Number)

**84-0617433**  
(IRS Employer  
Identification No.)

**5555 Business Park South  
Suite 200  
Bakersfield, California**  
(Address of principal executive office)

Issuer's telephone number: **(661) 864-0500**

**Section 3 - Securities and Trading Markets**

**Item 3.02 Unregistered Sales of Equity Securities.**

On December 08, 2004, Tri-Valley Corporation sold 500,000 shares of its common stock to one individual purchaser for \$2,500,000 or \$5.00 per share. The sale was made in a privately negotiated transaction in reliance on the exemption from the registration requirements of the Securities Act of 1933 (the Act ) contained in Section 4(2) of the Act.

**SIGNATURES**

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.

**TRI-VALLEY CORPORATION**

Date: December 09, 2004

/s/F. Lynn Blystone  
F. Lynn Blystone, President and Chief  
Executive Officer