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OMNI ENERGY SERVICES CORP

Form 8-K

May 02, 2005

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): MAY 2, 2005 (APRIL 27, 2005)

OMNI ENERGY SERVICES CORP.  
(Exact name of registrant as specified in its charter)

LOUISIANA	0-23383	72-1395273
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

4500 NE INTERSTATE 49  
CARENCRO, LOUISIANA 70520  
(Address of principal executive offices) (Zip Code)

(337) 896-6664  
(Registrant's telephone number, including area code)

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 (see General Instruction A.2.below):

- 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 3.01 NOTICE OF DELISTING OR FAILURE TO SATISFY A CONTINUED LISTING RULE OR STANDARD; TRANSFER OF LISTING

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On April 27, 2005, OMNI Energy Services Corp. (the "Company") received a notification letter from The Nasdaq Stock Market, Inc. indicating that the Company no longer complies with Nasdaq's audit committee requirements as set forth in Marketplace Rule 4350. With the April 16, 2005 resignation of Marshall G. Webb from the Company's Board of Directors and its Audit Committee, OMNI no longer has the required three Independent Directors for the Audit Committee. Consistent with marketplace Rule 4350(d)(4), the Company will be provided a cure period until the earlier of the Company's next annual shareholders' meeting or April 16, 2006 for the appointment of a third Independent Director to its Audit Committee. The Company anticipates that the deficiency will be cured by its next annual shareholders' meeting, which will be held before April 16, 2006.

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.

Dated: May 2, 2005

OMNI ENERGY SERVICES CORP.

By: /s/ G. Darcy Klug

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Name: G. Darcy Klug

Title: Executive Vice President