

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) off The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 13, 2017**

ALL AMERICAN ENERGY HOLDING INC.
(Exact name of registrant as specified in charter)

Nevada (State or other jurisdiction of
incorporation) **000-27867** (Commission File Number) **87-0533626** (IRS Employer Identification No.)

250 East Fifth Street
15th Floor PMB#121
Cincinnati, OH 45202

(Address of principal executive offices)

45202
(Zip Code)

(513) 924-4980
Registrant's telephone number

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))

SECTION 8 – OTHER EVENTS

Item 8.01 Other Events.

The Company's Board of Directors approved a merger with All American Energy Corp, a wholly owned subsidiary incorporated in the State of Nevada. The Merger is related to the Company's revised business plan and the Company was the surviving company of the Merger. The plan of merger provided for an exchange ratio of 1:110 for the common stock of both constituent corporations, which had the practical effect of a 1 for 110 reverse split of the Company's common stock, with fractional shares to be rounded up to the nearest whole number of shares. This corporate action was approved by the Company's Board of Directors as authorized by Nevada corporate law N.R.S. Section 92A.180

On November 13, 2017, the 1 for 110 reverse stock split effected by the Merger became effective on approval by FINRA.

On November 13, 2017, the Company issued a press release regarding a 1-for-110 reverse stock split, the new CUSIP number for the Company's common stock, and a temporary ticker symbol for the Company for the 20 trading days following the reverse stock split. A copy of the Company's press release is attached hereto as Exhibit 99.1.

SECTION 9 – FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibits are filed herewith:

[99.1 Press Release, dated November 10, 2017.](#)

The information contained in Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and shall not be deemed incorporated by reference in any filing with the Securities and Exchange Commission under the Exchange Act or the Securities Act, whether made before or after the date hereof and irrespective of any general incorporation by reference language in any filing. Portions of this report may constitute "forward-looking statements" defined by federal law. Although the Company believes any such statements are based on reasonable assumptions, there is no assurance that the actual outcomes will not be materially different. Any such statements are made in reliance on the "safe harbor" protections provided under the Private Securities Litigation Reform Act of 1995. Additional information about issues that could lead to material changes in the Company's performance is contained in the Company's filings with the Securities and Exchange Commission and may be accessed at www.sec.gov.

All American Energy Holding Inc Announces Execution of Reverse Stock Split

Cincinnati, Ohio, (PR Newswire) November 13, 2017 All American Energy Holding, Inc., (the "Company") (OTC PINK: AAEH) an exploration stage company that is acquiring and developing mining assets today announced that FINRA has approved a 1-for-110 reverse stock split. The reverse stock split will be effective as of the close of business on November 13, 2017 and the Company's common stock will trade on a split-adjusted basis at the beginning of trading on November 14, 2017.

The reverse split will allow the company to go to a higher tier QB market, and will allow the stock to trade to a broader audience of brokers. It is the goal of All American Energy to become a fully reporting company, and updates on this will come in the near future.

The Company's ticker symbol will be AAEHD for 20 trading days to designate that it is trading on a post-reverse split basis.

The new CUSIP number for the common stock following the reverse stock split will be 01644M101.

Effective with the reverse split, the company has been renamed to "All American Energy Corp." The reverse stock split will reduce the number of outstanding shares of the Company's common stock to 694,516 shares. Proportionate adjustments will be made to the conversion and exercise prices of the Company's outstanding convertible promissory notes, stock purchase warrants.

Within the next three to four weeks the company will be announcing its acquisition of a lithium mining asset.

Mr. Vallos, President of All American Energy states "Electric vehicles will be the rule rather than the exception, and lithium will catapult the world into the next century, All American Energy plans to participate and become a leader in this new exciting market.

Information for Stockholders

Upon the effectiveness of the reverse stock split, each 110 shares of the Company's issued and outstanding common stock will be automatically combined and converted into one issued and outstanding share of common stock.

The reverse stock split will affect all stockholders uniformly and will not alter any stockholder's percentage interest in the Company's equity, except to the extent that the reverse stock split would result in a stockholder owning a fractional share. Fractional shares will be rounded up to the next whole number. The reverse stock split will not change the par value of the common stock or modify the rights or preferences of the common stock.

Registered stockholders holding pre-split shares of the Company's common stock electronically in book-entry form are not required to take any action to receive post-split shares. Stockholders owning shares via a broker, bank, trust or other nominee will have their positions automatically adjusted to reflect the reverse stock split, subject to such broker's particular processes, and will not be required to take any action in connection with the reverse stock split.

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.

All American Energy Holding, Inc

Date: November 13, 2017

By: /s/ Christopher Vallos
Christopher Vallos, President