

DEFA14A - 2020-03-04

Form: DEFA14A

Filing date: 2020-03-04

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DEFA14A

DEFA14A 1 cei-defa14a_041620.htm ADDITIONAL DEFINITIVE PROXY SOLICITING MATERIALS

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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant ?

Filed by a Party other than the Registrant ?

Check the appropriate box:

- ? Preliminary Proxy Statement
- ? Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ? Definitive Proxy Statement
- ? Definitive Additional Materials
- ? Soliciting Material Under §240.14a-12

CAMBER ENERGY, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ? No fee required.
- ? Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

? Fee paid previously with preliminary materials:

? Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:

(3) Filing Party:
(4) Date Filed:

CAMBER ENERGY, INC.

CONTROL ID:

REQUEST ID:

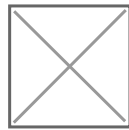
IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS
for the Special Meeting of Stockholders

DATE: Thursday, April 16, 2020
TIME: 10:00 A.m. Local Time
LOCATION: 1415 Louisiana, Suite 3500, Houston, Texas 77002

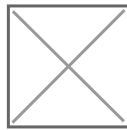
HOW TO REQUEST PAPER COPIES OF OUR MATERIALS



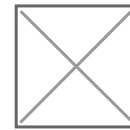
PHONE:
Call toll free
1-866-752-8683



FAX:
Send this card to
202-521-3464



INTERNET:
<https://www.iproxydirect.com/CEISpecial>
and follow the on-screen instructions.



EMAIL:
proxy@iproxydirect.com
Include your Control ID in your email.

This communication represents a notice to access a more complete set of proxy materials available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement is available at: <https://www.iproxydirect.com/CEISpecial>

If you want to receive a paper copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request, as instructed above, before April 2, 2020.

you may enter your voting instructions at <https://www.iproxydirect.com/CEISpecial>
until 11:59 pm eastern time April 15, 2020.

The purposes of this special meeting are as follows:

1. To approve an amendment to the Company's Articles of Incorporation to increase the number of our authorized shares of common stock from 5,000,000 to 25,000,000.
2. Approval of the issuance of such number of shares of common stock exceeding 19.99% of our outstanding common stock, issuable upon conversion of the 525 shares of Series C Preferred Stock, including shares issuable for dividends and conversion premiums thereon, sold pursuant to the February 2020 Purchase Agreement and to approve the terms of such February 2020 Purchase Agreement.
3. To consider and vote upon a Proposal to authorize our Board, in its discretion, to adjourn the Special Meeting to another place, or a later date or dates, if necessary or appropriate, to solicit additional proxies in favor of the Proposals listed above at the time of the Special Meeting.

Pursuant to Securities and Exchange Commission rules, you are receiving this Notice that the proxy materials for the Special Meeting are available on the Internet.
Follow the instructions above to view the materials and vote or request printed copies.

The board of directors has fixed the close of business on March 2, 2020, as the record date for the determination of stockholders entitled to receive notice of the Special Meeting and to vote the shares of our common stock, par value \$0.001 per share, they held on that date at the meeting or any postponement or adjournment of the meeting.

The Board of Directors recommends that you vote 'for' all proposals above.

Please note - This is not a Proxy Card - you cannot vote by returning this card

CAMBER ENERGY, INC
SHAREHOLDER SERVICES
1 Glenwood Avenue Suite 1001
Raleigh NC 27603

FIRST-CLASS MAIL
US POSTAGE
PAID
RALEIGH NC
PERMIT # 870

TIME SENSITIVE SHAREHOLDER INFORMATION ENCLOSED

IMPORTANT SHAREHOLDER INFORMATION

YOUR VOTE IS IMPORTANT
