

TRANSGLOBE ENERGY CORP  
Form 6-K  
March 08, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of **March 2007 (2)**

Commission File Number: **001-31891**

**TRANSGLOBE ENERGY CORPORATION**

(Translation of registrant's name into English)

**#2500, 605 – 5 Avenue S.W., Calgary, AB T2P 3H5**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

[        ] Form 20-F [ x ] Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): [        ]

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): [        ]

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes [        ] No [ x ]

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
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**SUBMITTED HEREWITH**

Exhibits

99.1 Form 27 - Material Change - Report dated March 8, 2007 - Press Release dated March 8, 2007 – “TransGlobe Energy Corporation Announces 2006 Year End and Fourth Quarter Results; Company Sets Records for Revenues, Cash Flow, Reserves and Production; Reports Positive Net Income For Seventh Consecutive Year

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**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, thereunto duly authorized.

**TransGlobe Energy Corporation**  
(Registrant)

Date: March 8, 2007

By: */s/ David Ferguson*

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David C. Ferguson  
Title: Vice President, Finance & CFO

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-align: center; border-bottom: none"> 13-3717318(State or other jurisdiction of  
incorporation or organization) (I.R.S. Employer  
Identification Number)

**One Penn Plaza, Suite 4015  
New York, NY 10119  
(212) 692-7200**

(Address, including zip code, and telephone number,  
including area code, of registrant's principal executive offices)

**T. Wilson Eglin  
Chief Executive Officer and President  
Lexington Realty Trust  
One Penn Plaza, Suite 4015  
New York, NY 10119  
(212) 692-7200**

***With copies to:***

**Elizabeth H. Noe, Esq.**  
**Paul Hastings LLP**  
**1170 Peachtree Street**  
**Suite 100**  
**Atlanta, Georgia 30309**  
**(404) 815-2287**

(Name, address, including zip code, and telephone number,  
including area code, of agent for service)

**Approximate date of commencement of proposed sale to the public:** From time to time after the effective date of this Registration Statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Smaller reporting company

Non-accelerated filer o (Do not check if a smaller reporting company)

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Title of each class of securities to be registered	Amount to be registered <sup>(1)(2)</sup>	Proposed maximum offering price per unit <sup>(2)</sup>	Proposed maximum aggregate offering price <sup>(2)</sup>	Amount of Registration Fee
Shares of beneficial interest classified as common stock, par value \$0.0001 per share	3,344,489	\$ 8.18	\$27,357,920.02	\$2,754.94

This Registration Statement shall also cover any additional shares of beneficial interest classified as common stock, par value \$0.0001 per share ( common shares ), which become issuable under the registrant s Amended and Restated (1) Dividend Reinvestment and Direct Share Purchase Plan by reason of any stock dividend, stock split, recapitalization or other similar transaction effected without the receipt of consideration which results in an increase in the number of common shares.

Estimated solely for purposes of calculating the registration fee pursuant to Rule 457(c) under the Securities Act of 1933, as amended, based upon the average of the high and low reported sales prices for the registrant s common (2) shares, as reported on the New York Stock Exchange on December 17, 2015, which was within five business days prior to the date of filing of this registration statement.

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**Prospectus**

**3,344,489 Common Shares**

**Lexington Realty Trust**

**Amended and Restated Dividend Reinvestment and  
Direct Share Purchase Plan  
Common Shares of Beneficial Interest Classified as  
Common Stock**

We are Lexington Realty Trust, a self-managed and self-administered real estate investment trust, or REIT, that acquires, owns and manages a diversified portfolio of equity and debt investments in single-tenant commercial properties and land. Our executive offices are located at One Penn Plaza, Suite 4015, New York, New York 10119-4015, and our telephone number is (212) 692-7200.

We originally established our Dividend Reinvestment Plan on September 29, 2000 and further amended and restated such plan on January 14, 2003 and August 11, 2006, and further amended such plan on April 5, 2007. On November 21, 2008, we revised our Dividend Reinvestment Plan pursuant to the Amended and Restated Dividend Reinvestment and Direct Share Purchase Plan, which we have further revised as of the date of this prospectus and which we refer to as the plan. This prospectus describes the plan, as it has been amended and restated to date.

There are two components of the plan:

The dividend reinvestment component of the plan provides to holders of our shares of beneficial interest classified as common stock, par value \$0.0001 per share, or common shares, whom we refer to as our shareholders, a simple and convenient method to purchase common shares by reinvesting in common shares all of the dividends paid with respect to all of their common shares. We refer to shareholders as current investors. We no longer allow holders of units of limited partner interest in Lepercq Corporate Income Fund L.P., our operating partnership subsidiary, to participate in the dividend reinvestment component of the plan with respect to their units.

The direct share purchase component of the plan permits our current investors and new investors to make optional cash purchases of our common shares in an economical and convenient manner.

The common shares purchased for the accounts of the participants under the plan will be purchased, at our discretion, either directly from us or in the open market, or through a combination of these two options. The price of the common shares purchased directly from us for the accounts of the participants under the plan will be the average of the daily high and low sales prices of our common shares on the New York Stock Exchange five trading days prior to the date that such shares are purchased less a discount, if any, of up to 5%. The price of the common shares purchased on the open market will be the weighted-average purchase price of the specific batch for such shares purchased by the administrator. Effective as of February 1, 2016, we have elected open market purchases. As a result, there will be no discount on purchases from February 1, 2016 until we change this election.

Computershare Trust Company, N.A., or a successor selected by us, is the administrator of the plan, whom we refer to as the administrator.

You may enroll in the plan either (1) online at [www.computershare.com/investor](http://www.computershare.com/investor) or (2) by completing and returning an enrollment form to the administrator. Further information on enrolling in the plan is available beginning on page 6 of this prospectus.

Our common shares trade on the New York Stock Exchange under the symbol LXP . On December 22, 2015, the last reported sale price of our common shares, as reported on the New York Stock Exchange, was \$8.12 per common share.

**YOU SHOULD BE AWARE THAT AN INVESTMENT IN OUR COMMON SHARES INVOLVES VARIOUS RISKS. SEE RISK FACTORS BEGINNING ON PAGE 4 OF THIS PROSPECTUS.**

**NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.**

The date of this prospectus is December 23, 2015

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## **ABOUT THIS PROSPECTUS**

All references to the Company, we, our and us in this prospectus mean Lexington Realty Trust and all entities owned or controlled by us except where it is made clear that the term means only the parent company. All references to the operating partnership in this prospectus mean Lepercq Corporate Income Fund, L.P. which is our operating partnership subsidiary. The term you refers to a prospective participant in the plan.

This prospectus is part of a registration statement we filed with the Securities and Exchange Commission, which we refer to as the SEC or the Commission. You should rely only on the information or representations provided in this prospectus. We have not authorized anyone else to provide you with different information. You should not assume that the information in this prospectus or any supplement is accurate as of any date other than the date of such prospectus or supplement.

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## CAUTIONARY STATEMENTS CONCERNING FORWARD-LOOKING INFORMATION

This prospectus and the information incorporated by reference in this prospectus include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, which we refer to as the Securities Act, and Section 21E of the Securities Exchange Act of 1934, as amended, which we refer to as the Exchange Act, and as such may involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by these forward-looking statements. Forward-looking statements, which are based on certain assumptions and describe our future plans, strategies and expectations, are generally identifiable by use of the words may, will, should, expect, anticipate, estimate, believe, intend, project, or the negative of these words or other similar terms. Factors which could have a material adverse effect on our operations and future prospects include, but are not limited to:

- changes in economic conditions generally and the real estate market specifically;
- adverse developments with respect to our tenants;
- impairments in the value of our real estate investments;
- legislative/regulatory/accounting changes including changes to laws governing the taxation of real estate investment trusts, or REITs;

- any material legal proceedings;
- availability of debt and equity capital;
- increases in real estate construction costs;
- competition;
- changes in interest rates;

- supply and demand for properties in our current and proposed market areas;
- a downgrade in our credit ratings; and

the other risk factors set forth in our Annual Report on Form 10-K filed on February 26, 2015, the section entitled Risk Factors beginning on page 4 of this prospectus and the other documents incorporated by reference herein, including documents that we file with the SEC in the future that are incorporated by reference herein.

These risks and uncertainties should be considered in evaluating any forward-looking statements contained or incorporated by reference in this prospectus. We caution you that any forward-looking statement reflects only our belief at the time the statement is made. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee our future results, levels of activity, performance or achievements. Except as required by law, we undertake no obligation to update any of the forward-looking statements to reflect events or developments after the date of this prospectus.

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## PROSPECTUS SUMMARY

*This summary highlights selected information about us. Because this is a summary, it may not contain all of the information that is important to you. Before making a decision to invest in our common shares, you should carefully read this entire prospectus and the documents incorporated by reference in this prospectus, as provided in **WHERE YOU CAN FIND MORE INFORMATION** on page 37 of this prospectus, especially the **RISK FACTORS** beginning on page 4 of this prospectus for a discussion of factors you should carefully consider before making an investment decision.*

### The Company

We are a self-managed and self-administered REIT formed under the laws of the State of Maryland that owns a diversified portfolio of equity and debt investments in single-tenant commercial properties and land. A majority of these properties and all land interests are subject to net or similar leases, where the tenant bears all or substantially all of the costs, including cost increases, for real estate taxes, utilities, insurance and ordinary repairs. We also provide investment advisory and asset management services to investors in the single-tenant area.

We elected to be taxed as a REIT under Sections 856 through 860 of the Internal Revenue Code of 1986, as amended, or the Code, commencing with our taxable year ended December 31, 1993. If we qualify for taxation as a REIT, we generally will not be subject to federal corporate income taxes on our net income that is currently distributed to shareholders.

Our principal executive offices are located at One Penn Plaza, Suite 4015, New York, New York 10119-4015 and our telephone number is (212) 692-7200.

### Summary of the Plan

We originally established our Dividend Reinvestment Plan on September 29, 2000 and further amended and restated such plan on January 14, 2003 and August 11, 2006, and further amended such plan on April 5, 2007. On November 21, 2008, we revised the Dividend Reinvestment Plan pursuant to the Amended and Restated Dividend Reinvestment and Direct Share Purchase Plan, which we have further revised as of the date of this prospectus. This prospectus describes the plan, as it has been amended and restated to date.

The plan is a simple and convenient common share purchase program available for current investors to increase their holdings of our common shares and for new investors to make an initial investment in our common shares. Current investors can reinvest in our common shares all of the dividends paid with respect to all of their common shares. We refer to such investments as dividend reinvestments. Additionally, current investors as well as new investors may make optional cash payments, which we refer to as optional cash investments, to purchase common shares pursuant to the plan. We refer to shareholders and new investors who enroll in the plan as participants.

This prospectus relates to authorized and unissued common shares registered for issuance under the plan. We suggest that you read this prospectus carefully and retain it for future reference.

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## **RISK FACTORS**

*Investing in our securities involves risks and uncertainties that could affect us and our business as well as the real estate industry generally. You should carefully consider the risks described and discussed under the caption Risk Factors included in our Annual Report on Form 10-K filed on February 26, 2015, which is incorporated by reference in this prospectus, and the risks described below and in any other documents incorporated by reference in this prospectus, including without limitation any updated risks included in our subsequent periodic reports. These risks could materially affect our business, results of operations or financial condition and cause the value of our common shares to decline. You could lose all or part of your investment. These risk factors may be amended, supplemented or superseded from time to time by risk factors contained in any prospectus supplement or post-effective amendment we may file or in other reports we file with the SEC in the future. In addition, new risks may emerge at any time and we cannot predict such risks or estimate the extent to which they may affect our financial performance.*

Set forth below are specific risks you should consider in connection with purchases of our common shares under the plan.

### **Your investment in the plan is not protected from losses.**

Your investment in the plan is no different from any investment in common shares held by you. If you choose to participate in the plan, then you should recognize that none of us, our subsidiaries and affiliates, nor the plan administrator can assure you of a profit or protect you against loss on the common shares that you purchase under the plan. You bear the risk of loss in value and enjoy the benefits of gains with respect to all your common shares. You need to make your own independent investment and participation decisions consistent with your situation and needs. None of us, our subsidiaries and affiliates, nor the administrator can guarantee liquidity in the markets, and the value and marketability of your shares may be adversely affected by market conditions. Your ability to liquidate or otherwise dispose of common shares in the plan is subject to the terms of the plan and the withdrawal procedures thereunder. You may not be able to withdraw or sell your common shares in the plan in time to react to market conditions.

Plan accounts are not insured or protected by the Securities Investor Protection Corporation or any other entity and are not guaranteed by the Federal Deposit Insurance Corporation or any government agency.

### **We, our affiliates and the administrator will have limited liability to you with respect to the plan.**

Neither we, our subsidiaries, our affiliates, nor the administrator will be liable for any act, or for any failure to act, as long as we or they have made good faith efforts to carry out the terms of the plan, as described in this prospectus and on the forms that are designed to accompany each investment, sale or activity.

### **The purchase price for common shares purchased or sold under the plan will vary.**

The purchase price for any common shares that you purchase or sell under the plan will vary and cannot be predicted. Common shares purchased or sold under the plan may have a price that is different from (more or less than) the price

that you would obtain in the open market. See Questions 18 and 24 as provided in DESCRIPTION OF THE PLAN, beginning on page 6 of this prospectus.

**You will not earn any interest on your dividends or cash pending investment.**