

CREDO PETROLEUM CORP
Form 10-Q/A
March 17, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q/A

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended January 31, 2008

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number: 0-8877

CREDO PETROLEUM CORPORATION

Colorado
(State or other jurisdiction of
incorporation or organization)

84-0772991
(IRS Employer
Identification Number)

1801 Broadway Suite 900, Denver, Colorado
(Address of principal executive offices)

80202
(Zip Code)

(303) 297-2200

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such

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filing requirements for the past 90 days. YES x NO o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

Large Accelerated Filer o Accelerated Filer x Non-accelerated filer o Smaller reporting company o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

YES o NO x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, net of treasury stock, as of the latest practicable date.

| Date | Class | Outstanding |
|----------------|-------------------------------|--------------------|
| March 10, 2008 | Common Stock, \$.10 par value | 9,295,000 |

CREDO PETROLEUM CORPORATION

EXPLANATORY NOTE

CREDO Petroleum Corporation is filing this Form 10-Q/A for the quarter ended January 31, 2008 for the sole purpose of correcting inadvertent omissions from the Section 302 certifications included with the original Form 10-Q filed with the Securities and Exchange Commission on March 11, 2008. This Form 10-Q/A does not change or update the previously reported financial statements or any of the other disclosures included within the original Form 10-Q.

PART II OTHER INFORMATION

Item 6. Exhibits.

| Exhibit Number | Exhibit |
|---------------------------|---|
| 31.1 | Certification by Chief Executive Officer under Section 302 of the Sarbanes-Oxley Act of 2002. |
| 31.2 | Certification by Chief Financial Officer under Section 302 of the Sarbanes-Oxley Act of 2002. |

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.

Date: March 14, 2008

CREDO PETROLEUM CORPORATION

By: */s/ James T. Huffman*
James T. Huffman
President and Chief Executive Officer
(Principal Executive Officer)

By: */s/ David E. Dennis*
David E. Dennis
Chief Financial Officer
(Principal Financial and Accounting Officer)