

CIMAREX ENERGY CO
Form 8-K
June 04, 2014

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): **June 4, 2014**

CIMAREX ENERGY CO.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-31446
(Commission File Number)

45-0466694
(I.R.S. Employer
Identification No.)

1700 Lincoln Street, Suite 1800, Denver, Colorado
(Address of Principal Executive Offices)

80203-4518
(Zip Code)

Registrant's telephone number, including area code **303-295-3995**

(Former Name or Former Address, if Changed Since Last Report)

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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))
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indebtedness, subject to certain exceptions. The Notes are effectively junior to the indebtedness and other liabilities of any non-guarantor subsidiaries.

The Notes were offered and sold pursuant to the Company's and the subsidiary guarantors' Registration Statement on Form S-3 (File No. 333-183939) (the "Registration Statement") and the prospectus supplement, dated May 20, 2014, to the prospectus contained therein dated September 17, 2012.

The foregoing description of the Indenture and the Notes does not purport to be complete and is qualified in its entirety by reference to the full text of the Base Indenture and the Supplemental Indenture, which are attached hereto as Exhibits 4.1 and 4.2, respectively, and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

Number	Description of Exhibit
4.1	Indenture dated as of June 4, 2014, by and between Cimarex Energy Co. and U.S. Bank National Association, as trustee.
4.2	First Supplemental Indenture dated as of June 4, 2014, by and among Cimarex Energy Co., the subsidiary guarantors party thereto and U.S. Bank National Association, as trustee.
4.3	Form of 4.375% Senior Notes due 2024 (included in Exhibit 4.2).
5.1	Opinion of Akin Gump Strauss Hauer & Feld LLP regarding the legality of the Notes.
23.1	Consent of Akin Gump Strauss Hauer & Feld LLP (included in Exhibit 5.1).

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.

CIMAREX ENERGY CO.

Dated: June 4, 2014

By:

/s/ Francis B. Barron
Francis B. Barron
Senior Vice President and General Counsel

EXHIBIT INDEX

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