

CIMAREX ENERGY CO  
Form 8-K  
March 22, 2012

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934.

March 22, 2012

Date of Report

**CIMAREX ENERGY CO.**

(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| Delaware  | 001-31446                | 45-0466694                              |
| (State or other jurisdiction<br>of incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

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1700 Lincoln Street, Suite 1800, Denver, Colorado

80203-4518

(Address of principal executive offices)

(Zip Code)

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

(Former name or former address, if changed since last report.)

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
- £ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- £ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- £ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

ITEM 7.01 REGULATION FD DISCLOSURE

On March 22, 2012, Cimarex Energy Co. (the “Company”) issued a press release announcing the commencement of a cash tender offer (the “Tender Offer”) for its outstanding \$350 million in aggregate principal amount of 7 1/8% Senior Notes due 2017 (the “2017 Notes”). In connection with the Tender Offer, the Company is soliciting consents from the holders of the 2017 Notes to certain proposed amendments that would eliminate most of the covenants and certain events of default applicable to the 2017 Notes. In addition, the Company currently expects to redeem any 2017 Notes not tendered in the Tender Offer. This announcement does not constitute a notice of redemption of the 2017 Notes. A copy of the press release announcing the Tender Offer is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

D. Exhibits

Exhibit No. Description

99.1 Cimarex News Release, March 22, 2012

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: March 22, 2012 By: /s/ Paul Korus  
Paul Korus, Senior Vice President,  
Chief Financial Officer



EXHIBIT INDEX

Exhibit No. Description

99.1 Cimarex News Release, dated March 22, 2012

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