

CIMAREX ENERGY CO
Form 8-K
May 22, 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): **May 20, 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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reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth in such a filing.

Item 8.01 Other Events.

The Company is filing the risk factors attached hereto as Exhibit 99.3 for the purpose of updating and superseding certain risk factor disclosure contained in the Company's public filings, including those discussed under the caption "Risk Factors" in its Annual Report on Form 10-K for the year ended December 31, 2013, which was filed with the Securities and Exchange Commission on February 26, 2014.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description of Exhibit
1.1	Underwriting Agreement dated May 20, 2014, by and among Cimarex Energy Co., certain subsidiary guarantors and Wells Fargo Securities, LLC, as representative of the several underwriters.
99.1	Press release of Cimarex Energy Co. dated May 20, 2014.
99.2	Press release of Cimarex Energy Co. dated May 20, 2014.
99.3	Risk Factors.

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: May 22, 2014

By:

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

EXHIBIT INDEX

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