

SM Energy Co  
Form 8-K  
March 06, 2017

**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)

**March 4, 2017**

**SM Energy Company**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-31539**  
(Commission  
File Number)

**41-0518430**  
(I.R.S. Employer  
Identification No.)

**1775 Sherman Street, Suite 1200, Denver, Colorado**  
(Address of principal executive offices)

**80203**  
(Zip Code)

Registrant's telephone number, including area code: **(303) 861-8140**

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**Not applicable**

(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 (see General Instruction A.2.):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01      Entry into a Material Definitive Agreement.**

As previously announced, SM Energy Company, a Delaware corporation (the *Company*), entered into a Membership Interest Purchase Agreement (the *Purchase Agreement*) with Venado EF L.P., a Delaware limited partnership ( *Venado* ), pursuant to which Venado will purchase from the Company all of the outstanding membership interests (the *Equity Interests* ) in SM Energy ST LLC ( *SM ST* ), a Delaware limited liability company and wholly-owned subsidiary of the Company. On March 4, 2017, the Company and Venado entered into an amendment to the Purchase Agreement that extended the closing date specified in the Purchase Agreement to March 15, 2017.

**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.

Date: March 6, 2017

By:

SM ENERGY COMPANY

/s/ David W. Copeland  
David W. Copeland  
Executive Vice President, General Counsel and  
Corporate Secretary