



If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Section 8 – Other Events

Item 8.01 – Other Events

On August 14, 2018, Denbury Resources Inc. (the “Company”) issued a press release announcing the pricing and upsizing to \$450 million of its previously announced private offering (the “Offering”) of \$400 million aggregate principal amount of Senior Secured Second Lien Notes due 2024 (the “New Second Lien Notes”). The New Second Lien Notes will bear interest at a per annum rate of 7.5% and were sold at an issue price of 100%. The Offering is expected to close on August 21, 2018. A copy of the press release is filed as Exhibit 99.1 hereto.

Section 9 – Financial Statements and Exhibits

Item 9.01 – Financial Statements and Exhibits

(d) Exhibits.

The following exhibit is furnished in accordance with the provisions of Item 601 of Regulation S-K:

Exhibit Number Description

99.1\* Denbury Press Release, dated August 14, 2018.

\*Included herewith.

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.

Denbury Resources Inc.  
(Registrant)

Date: August 15, 2018 By: /s/ James S. Matthews  
James S. Matthews  
Executive Vice President, Chief Administrative Officer,  
General Counsel and Secretary

INDEX TO EXHIBITS

Exhibit Number	Description
99.1	<u>Denbury Press Release, dated August 14, 2018.</u>