

Diamondback Energy, Inc.
Form 8-K
January 24, 2018

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): January 24, 2018

DIAMONDBACK ENERGY, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction

of incorporation)

500 West Texas

001-35700
(Commission

File Number)

45-4502447
(I.R.S. Employer

Identification Number)

79701

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Suite 1200

Midland, Texas

(Address of principal executive offices)

(Zip code)

(432) 221-7400

(Registrant's telephone number, including area code)

Not Applicable

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

Check the appropriate box below if the Form 8-K 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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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.

Item 8.01. Other Events.**Notes Offering**

On January 24, 2018, Diamondback Energy, Inc. (*Diamondback*) issued a press release announcing the pricing of an offering (the *Tack-On Offering*) of \$300.0 million aggregate principal amount of its 5.375% Senior Notes due 2025 (the *New Notes*), representing a \$50.0 million upsize from the previously announced size of the offering. The *New Notes* will be issued as additional securities under the indenture, dated as of December 20, 2016 (the *Indenture*), under which *Diamondback* issued \$500.0 million aggregate principal amount of its 5.375% Senior Notes due 2025 on December 20, 2016, all of which were subsequently exchanged for substantially identical notes in the same aggregate principal amount (the *Existing Notes*). The *Existing Notes* and the *New Notes* will be treated as a single class of debt securities under the *Indenture*. The *New Notes* will be issued at an offering price of 104.0% of par. The *New Notes* were offered to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the *Securities Act*), and to certain non-U.S. persons in accordance with Regulation S under the Securities Act. *Diamondback* intends to use all of the net proceeds from the *Tack-On Offering* to repay a portion of the outstanding borrowings under its revolving credit facility.

The *Tack-On Offering* is expected to close on January 29, 2018, subject to customary closing conditions. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The *New Notes* will not be registered under the Securities Act or any state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from such registration requirements. This report is neither an offer to sell nor a solicitation of an offer to buy any of these securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit**Number****Description**

99.1	<u>Press Release dated January 24, 2018 entitled <i>Diamondback Energy Prices Upsized \$300 Million Tack-On Offering of Senior Notes.</i></u>
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SIGNATURE

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 thereunto duly authorized.

DIAMONDBACK ENERGY, INC.

Date: January 24, 2018

By: /s/ Teresa L. Dick
Name: Teresa L. Dick
Executive Vice President and Chief Financial
Title: Officer