

Mid-Con Energy Partners, LP
Form 8-K
June 02, 2016

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: June 1, 2016

Date of Earliest Event Reported: May 26, 2016

MID-CON ENERGY PARTNERS, LP

(Exact name of registrant as specified in its charter)

Delaware 001-35374 45-2842469
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

2501 North Harwood Street, Suite 2410

Dallas, Texas

(Address of principal executive offices)

75201

(Zip code)

(972) 479-5980

(Registrant's telephone number, including area code)

Not Applicable

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

..Written communication 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))

Item 1.01 Entry into a Material Agreement.
Purchase and Sale Agreement

On May 26, 2016, Mid-Con Energy Partners LP (the "Partnership"), through its wholly-owned subsidiary, Mid-Con Energy Properties, LLC ("Mid-Con Energy Properties"), entered into a definitive purchase and sale agreement (the "Purchase Agreement") to an undisclosed and unaffiliated buyer to sell oil and natural gas assets within Mid-Con Energy Properties' Hugoton area for an aggregate purchase price of \$18 million, subject to customary post-closing purchase price adjustments (collectively, the "Divestiture"). The effective date of the Divestiture is May 1, 2016 and it is expected to close on or before July 29, 2016.

The Purchase Agreement contain representations and warranties, covenants and indemnification provisions that are typical for transactions of this nature and that were made or agreed to, among other things, to provide the parties thereto with specified rights and obligations and to allocate risk among them.

Item 7.01 Regulation FD Disclosure.

On May 26, 2016, the Partnership issued a press release announcing the Divestiture. A copy of the press release is furnished as Exhibit 99.1 hereto.

The information disclosed in this Item 7.01, including Exhibit 99.1 hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

Exhibits

99.1 Press release dated May 26, 2016.

SIGNATURE

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MID-CON
ENERGY
PARTNERS,
LP
By: Mid-Con
Energy GP,
LLC,
its general
partner

Date: June 1, 2016 By: /s/ Charles L.
McLawhorn,
III
Charles L.
McLawhorn,
III
Vice
President and
General
Counsel

EXHIBIT
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Exhibit No.	Description
99.1	Press release dated May 26, 2016.