

MID-CON ENERGY PARTNERS, LP

FORM 8-K (Current report filing)

Filed 04/26/17 for the Period Ending 04/26/17

Address	2431 E. 61ST STREET SUITE 850 TULSA, OK 74136
Telephone	918-743-7575
CIK	0001527709
Symbol	MCEP
SIC Code	1311 - Crude Petroleum and Natural Gas
Industry	Oil & Gas Exploration and Production
Sector	Energy
Fiscal Year	12/31

**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: April 25, 2017
Date of Earliest Event Reported: April 26, 2017

MID-CON ENERGY PARTNERS, LP

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35374

(Commission
File Number)

45-2842469
(IRS Employer
Identification No.)

2431 E. 61st Street, Suite 850

Tulsa, Oklahoma

(Address of principal executive offices)

74136

(Zip code)

(918) 743-7575

(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))
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The information disclosed in this Form 8-K, 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 they 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 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Effective April 25, 2017, Mid-Con Energy GP, LLC (the "General Partner"), the general partner of Mid-Con Energy Partners, LP (the "Partnership") appointed John W. Brown as an independent director to the Board of Directors of its general partner (the "Board"). Mr. Brown will receive compensation in accordance with the Partnership's policies for compensating directors, including long-term equity incentive awards under the Partnership's Long-Term Incentive Program. Mr. Brown is being appointed as a member of the audit committee of the Board.

Item 7.01 **Regulation FD Disclosure .**

On April 26, 2017, the Partnership issued a press release announcing the appointment of Mr. Brown to the Board and announcing a cash distribution for its Class A Convertible Preferred Units (the "Preferred Units") as further described below and in the press release. A copy of the press release is attached as Exhibit 99.1 to this current report on Form 8-K and is incorporated herein by reference.

Item 8.01 **Other Events.**

On April 26, 2017, the Partnership issued a press release announcing that the Board declared a cash distribution for its Preferred Units for the quarter ended March 31, 2017, according to terms outlined in the Partnership Agreement. A cash distribution of \$0.043 per Preferred Unit will be paid on May 15, 2017 to holders of record as of the close of business on May 8, 2017.

Item 9.01 **Financial Statements and Exhibits .**

(d) Exhibits

99.1 Press release dated April 26, 2017.

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: April 26, 2017

By: /s/Charles L. McLawhorn, III

Charles L. McLawhorn, III
Vice President, General Counsel and Secretary

EXHIBIT INDEX

Exhibit No.

Description

99.1

Press Release dated April 26, 2017



Mid-Con Energy Partners, LP Announces Quarterly Distribution on Preferred Units and Appointment to the Board of Directors

TULSA, April 26, 2017 – Mid-Con Energy Partners, LP (NASDAQ: MCEP) (“Mid-Con Energy” or the “Partnership”) announced that the Board of Directors of its general partner declared a cash distribution for its Class A Convertible Preferred Units (“Preferred Units”) for the quarter ended March 31, 2017, according to terms outlined in the Partnership Agreement. A cash distribution of \$0.043 per Preferred Unit will be paid on May 15, 2017 to holders of record as of the close of business on May 8, 2017.

Additionally, the Partnership announced the appointment of John W. (“J.W.”) Brown to the Board of Directors of its general partner and as a member of the audit committee, effective April 25, 2017. Mr. Brown has been active in the formation and management of energy related partnerships and corporations as Chairman of Par Investments, LLC since 2005, and has been the General Partner of Premier Capital, Ltd., a private energy focused investment banking firm, since 1991. Prior to 1991, Mr. Brown participated directly in the oil and gas business as well as a variety of energy investment banking activities, and practiced law from 1973 until 1981. Mr. Brown previously served on the Board of Halcon Resources Corporation, and currently serves as Board Chair of The KidLinks Foundation, a non-profit organization. He earned a Bachelor of Arts Degree from Southern Methodist University and a Juris Doctor Degree and Master of Laws Degree from Southern Methodist University Law School.

“We are pleased to welcome Mr. Brown to the Board,” said Randy Olmstead, Executive Chairman of the Board. “J.W. has a well-established career in energy investments, transaction advisory, and board governance. We believe J.W.’s energy background and transactional expertise will serve as a nice compliment to the current Mid-Con Energy Board.”

ABOUT MID-CON ENERGY PARTNERS, LP

Mid-Con Energy is a publicly held Delaware limited partnership formed in July 2011 to own, acquire, exploit and develop producing oil and natural gas properties in North America, with a focus on Enhanced Oil Recovery. Mid-Con Energy’s core areas of operation are located in Southern Oklahoma, Northeastern Oklahoma, and the Permian. For more information, please visit Mid-Con Energy’s website at www.midconenergypartners.com.

FORWARD-LOOKING STATEMENTS

This press release includes “forward-looking statements” — that is, statements related to future, not past, events within meaning of the federal securities laws. Forward-looking statements are based on current expectations and include any statement that does not directly relate to a current or historical fact. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as “anticipate,” “believe,” “estimate,” “intend,” “expect,” “plan,” “project,” “should,” “goal,” “forecast,” “guidance,” “could,” “may,” “continue,” “might,” “potential,” “scheduled,” or “will” or other similar words. These forward-looking statements involve certain risks and uncertainties and ultimately may not prove to be accurate. Actual results and future events could differ materially from those anticipated in such statements. For further discussion of risks and uncertainties, you should refer to Mid-Con Energy’s filings with the Securities and Exchange Commission (“SEC”) available at www.midconenergypartners.com or www.sec.gov. Mid-Con Energy undertakes no obligation and does not intend to update these forward-looking statements to reflect events or circumstances occurring after this press release. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. All forward-looking statements are qualified in their entirety by this cautionary statement and our SEC filings. Please see the risks and uncertainties detailed in the “Forward-Looking Statements” of our public filings.

INVESTOR RELATIONS CONTACT

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