

PDC ENERGY, INC.  
Form 8-K  
October 02, 2015

**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): October 1, 2015 (September 30, 2015)**

**PDC Energy, Inc.**

**(Exact name of registrant as specified in its charter)**

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

**001-37419**  
**(Commission)**

**95-2636730**  
**(I.R.S. Employer)**

**of incorporation or organization)**

**File Number)**

**Identification Number)**

**1775 Sherman Street, Suite 3000**

**Denver, CO**

**(Address of principal executive  
offices)**

**80203**

**(Zip Code)**

**Registrant's telephone number, including area code: 303-860-5800**

**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:

- .. Written communications 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 Definitive Agreement**

On September 30, 2015, PDC Energy, Inc. (the Company ) entered into that certain Second Amendment (the Second Amendment ) to the Third Amended and Restated Credit Agreement, dated as of May 21, 2013 (as amended from time to time prior to the date hereof, the Existing Credit Agreement ) among the Company, as Borrower, certain Subsidiaries of the Company, as Guarantors, the lenders from time to time party thereto (the Lenders ) and JPMorgan Chase Bank, N.A., as Administrative Agent for the Lenders. The Second Amendment extends the maturity date of the Existing Credit Agreement by two years, to May 21, 2020.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant**

The information set forth in Item 1.01 is incorporated by reference herein.

The above descriptions are qualified entirely by reference to the copy of the Second Amendment, which is attached as Exhibit 10.1 and incorporated by reference herein.

**Item 7.01 Regulation FD Disclosure.**

On October 1, 2015, the Company issued a press release regarding the Second Amendment, including the reaffirmation of the borrowing base under the Existing Credit Agreement.

The information in this Item 7.01, including Exhibit 99.1 to this report, 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 ), 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 shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

**Exhibit**

| <b>Number</b> | <b>Description</b>   |
|---------------|--|
| 10.1          | Second Amendment to the Third Amended and Restated Credit Agreement, dated as of May 21, 2013 (as amended from time to time prior to the date hereof) among the Company, as Borrower, certain Subsidiaries of the Company, as Guarantors, the lenders from time to time party thereto (the Lenders ) and JPMorgan Chase Bank, N.A., as Administrative Agent for the Lenders. |
| 99.1          | Press Release dated October 1, 2015, announcing extension of Maturity Date on Credit Facility and Re-Affirmation of Borrowing Base of \$700 million.   |

**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 hereunto duly authorized.

Date: October 1, 2015

**PDC ENERGY, INC.**

By: /s/ Daniel W. Amidon  
Daniel W. Amidon  
Senior Vice President, General Counsel  
and Secretary

**EXHIBIT INDEX**

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