

ENCORE ACQUISITION CO
Form 8-K
May 19, 2009

**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): May 18, 2009

ENCORE ACQUISITION COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-16295
(Commission
File Number)

75-2759650
(IRS Employer
Identification No.)

777 Main Street, Suite 1400, Fort Worth, Texas
(Address of principal executive offices)

76102
(Zip Code)

Registrant's telephone number, including area code: **(817) 877-9955**

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))
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ITEM 8.01 OTHER EVENTS.

On May 18, 2009, Encore Operating, L.P. (Encore Operating), a wholly owned subsidiary of Encore Acquisition Company (EAC), entered into a Purchase and Sale Agreement (the Purchase Agreement) with Encore Energy Partners LP (ENP) and Encore Energy Partners Operating LLC (OLLC), a wholly owned subsidiary of ENP. The Purchase Agreement provides for the sale by Encore Operating of certain oil and natural gas producing properties in the Williston Basin in North Dakota and Montana to OLLC. The purchase price is \$25.8 million in cash, subject to customary price adjustments and closing conditions. The acquisition will be effective April 1, 2009 and is expected to close by June 1, 2009.

Each of the parties to the Purchase Agreement is a direct or indirect subsidiary of EAC. As a result, certain officers of EAC serve as officers and/or directors of more than one of such entities. EAC and its affiliates, including Encore Operating, own approximately 20.92 million of ENP 's outstanding common units, or approximately 63 percent. EAC, through its indirect ownership of ENP 's general partner, also holds all 504,851 general partner units in ENP.

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.

ENCORE ACQUISITION COMPANY

Date: May 19, 2009

By: /s/ Andrea Hunter
Andrea Hunter
*Vice President, Controller, and Principal
Accounting Officer*