

LINN ENERGY, LLC  
Form 8-K  
July 01, 2014

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): July 1, 2014 (June 27, 2014)

LINN ENERGY, LLC  
(Exact name of registrant as specified in its charters)

|   |                                       |   |
|---|---------------------------------------|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation or organization) | 000-51719<br>(Commission File Number) | 65-1177591<br>(IRS Employer Identification No.) |
|---|---------------------------------------|---|

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| 600 Travis, Suite 5100<br>Houston, Texas<br>(Address of principal executive offices) | 77002<br>(Zip Code) |
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Registrant's telephone number, including area code: (281) 840-4000

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 (see General Instruction A.2. below):

- 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.

Purchase and Sale Agreement

On June 27, 2014, Linn Energy, LLC (the “Company”), through one of its wholly-owned subsidiaries, entered into a definitive purchase and sale agreement (the “Purchase and Sale Agreement”) to acquire certain oil and natural gas properties and related assets located primarily in the Rockies, Mid-Continent, east Texas, north Louisiana and south Texas regions from affiliates of Devon Energy Corporation (“Devon”), for a contract price of \$2.3 billion, subject to closing conditions (the “Acquisition”). The Company anticipates that the Acquisition will close in the third quarter of 2014 and will be financed with \$2.3 billion of committed interim financing, subject to final documentation. There can be no assurance that all of the conditions to closing the Acquisition will be satisfied.

The foregoing description of the Purchase and Sale Agreement does not purport to be complete and is qualified in its entirety by reference to the Purchase and Sale Agreement, a copy of which will be filed with the Company's Quarterly Report on Form 10-Q for the three months ended June 30, 2014. A copy of the press release announcing the Acquisition is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibit.

99.1 Press Release of Linn Energy, LLC dated June 30, 2014.

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SIGNATURES

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.

LINN ENERGY, LLC

Date: July 1, 2014

By: /s/ Candice J. Wells  
Candice J. Wells  
Vice President, General Counsel and Corporate  
Secretary