
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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, 2016

DENBURY RESOURCES INC.

(Exact name of registrant as specified in its charter)

Delaware
*(State or other jurisdiction of
incorporation)*

1-12935
(Commission File Number)

20-0467835
(IRS Employer Identification No.)

5320 Legacy Drive
Plano, Texas
(Address of principal executive offices)

75024
(Zip code)

(972) 673-2000
(Registrant's telephone number, including area code)

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 (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))
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Section 5 – Corporate Governance and Management

Item 5.02 – Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On October 3, 2016, Denbury Resources Inc. (the “Company”) announced that its Board of Directors had promoted Christian S. Kendall to President of the Company. Mr. Kendall assumed the position of President from the Company’s Chief Executive Officer, Phil Rykhoek. Mr. Kendall joined the Company as Chief Operating Officer in September 2015 and will continue to serve in that role until a successor is named.

Additional information regarding Mr. Kendall and his background is included under the heading “Management” in the Company’s definitive proxy statement for its 2016 annual meeting of stockholders, filed with the Securities and Exchange Commission on April 14, 2016, and is incorporated herein by reference.

In connection with his promotion, Mr. Kendall received a one-time grant of \$500,000 of restricted common stock of the Company, effective October 1, 2016, covering 154,798 shares of restricted common stock (based on the prior day’s closing price of the Company’s common stock on the NYSE). These restricted shares will vest on an annual basis ratably over a three-year period or upon an earlier change-of-control of the Company or upon his death or disability, subject to forfeiture of unvested shares upon separation from the Company in certain circumstances.

A copy of the press release regarding the promotion of Mr. Kendall is filed as Exhibit 99.1 hereto.

Section 9 – Financial Statements and Exhibits

Item 9.01 – Financial Statements and Exhibits

(d) Exhibits.

The following exhibit is furnished in accordance with the provisions of Item 601 of Regulation S-K:

<u>Exhibit Number</u>	<u>Description</u>
99.1*	Denbury Press Release, dated October 3, 2016.

* Included herewith.

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.

Denbury Resources Inc.
(Registrant)

Date: October 6, 2016

By:

/s/ James S. Matthews

James S. Matthews

Senior Vice President, General Counsel and Secretary

INDEX TO EXHIBITS

**Exhibit
Number**

Description

99.1

Denbury Press Release, dated October 3, 2016.

News

DENBURY RESOURCES PROMOTES CHRISTIAN S. KENDALL TO PRESIDENT

PLANO, TX – October 3, 2016 – Denbury Resources Inc. (NYSE:DNR) (“Denbury” or the “Company”) today announced that as part of its ongoing succession planning process, the Board of Directors has promoted Chris Kendall to President of the Company. Mr. Kendall will assume this position from Denbury’s Chief Executive Officer, Phil Rykhoek. Mr. Kendall joined Denbury as Chief Operating Officer in September 2015, and will continue to serve in that role until a successor is named.

Phil Rykhoek, CEO of Denbury commented, “The board and I congratulate Chris on this well-deserved promotion in recognition of his significant contribution to our improved operations, as evidenced by our lower costs and improved efficiencies. Chris is a pleasure to work with and I anticipate that his expanded responsibilities will further enhance our continuing efforts to increase the value of the Company for our investors and employees.”

Mr. Kendall has over 27 years of experience in the oil and gas industry, holding a variety of technical and leadership roles, both international and domestic. Prior to joining Denbury, he spent 14 years with Noble Energy, most recently as Senior Vice President, Global Operations Services. His prior assignments at Noble Energy include serving as Vice President, Gulf of Mexico, and as Business Unit Manager and Vice President, Noble Energy Mediterranean Ltd.

Mr. Kendall began his career with Mobil Oil Corporation in 1989. He holds a Bachelor of Science degree in Engineering, Civil Specialty, from the Colorado School of Mines.

Denbury is an independent oil and natural gas company with operations focused in two key operating areas: the Gulf Coast and Rocky Mountain regions. The Company’s goal is to increase the value of its properties through a combination of exploitation, drilling and proven engineering extraction practices, with the most significant emphasis relating to CO₂ enhanced oil recovery operations.

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DENBURY CONTACTS:

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