

Edgar Filing: Kosmos Energy Ltd. - Form 8-K

Kosmos Energy Ltd.  
Form 8-K  
August 07, 2018

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):  
August 6, 2018

KOSMOS ENERGY LTD.  
(Exact Name of Registrant as Specified in its Charter)

|                                                   |                             |                                         |
|---------------------------------------------------|-----------------------------|-----------------------------------------|
| Bermuda                                           | 001-35167                   | 98-0686001                              |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

|                                          |            |
|------------------------------------------|------------|
| Clarendon House                          |            |
| 2 Church Street                          | HM 11      |
| Hamilton, Bermuda                        |            |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code: +1 441 295 5950

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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Item 1.01 Entry into a Material Definitive Agreement

Effective as of August 6, 2018, Kosmos Energy Ltd. (the “Company”) amended and restated its existing revolving credit facility agreement (the “A&R RCF”) (under which the Company is the Original Borrower) and certain ancillary documents.

The A&R RCF makes certain amendments to the terms of the existing amended and restated revolving credit facility, subject to certain conditions and exceptions, including without limitation:

- the extension of the maturity date by three and one half years to May 31, 2022; and

facility costs have been lowered from LIBOR plus a six percent margin to LIBOR plus a five percent margin.

Borrowing capacity under the A&R RCF will remain at \$400 million.

The Company expects to pay approximately \$9 million in fees to the facility agent under the A&R RCF which will be amortized as expense over the remaining term of the A&R RCF.

A copy of the A&R RCF is contained in Exhibit 1.1 hereto, which exhibit is incorporated by reference into this Item 1.01. The above description is qualified in its entirety by reference to such exhibit.

Item 9.01 Financial Statements and Exhibits

Exhibit No. Description

|            |                                                                                                                                                                                                                                                                                                                                                                                    |
|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <u>1.1</u> | <u>Amended and Restated Revolving Credit Facility Agreement, dated August 6, 2018, among Kosmos Energy Ltd., as Original Borrower, certain of its subsidiaries listed therein, as Guarantors, ING Bank N.V., as Facility Agent, Crédit Agricole Corporate and Investment Bank, as Security and Intercreditor Agent, and the financial institutions listed therein, as Lenders.</u> |
|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 7, 2018  
KOSMOS ENERGY LTD.

By: /s/ Jason E. Doughty  
Jason E. Doughty  
Senior Vice President, General Counsel and Corporate Secretary

INDEX TO EXHIBITS

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