

WHITING PETROLEUM CORP  
Form 8-K  
August 09, 2016

**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): August 8, 2016**

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

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

**1-31899**  
**(Commission)**

**20-0098515**  
**(IRS Employer)**



**Item 3.02 Unregistered Sales of Equity Securities.**

On August 8, 2016, Whiting Petroleum Corporation (the Company) entered into separate privately negotiated exchange agreements under which it will exchange, in private placements in reliance on Section 4(a)(2) of the Securities Act of 1933, as amended, (i) \$12.866 million aggregate principal amount of its 6.5% Mandatory Convertible Senior Subordinated Notes due 2018, which were convertible into 1.470 million shares of the Company's common stock (the Common Stock), for 1.656 million shares of Common Stock and (ii) \$25.430 million aggregate principal amount of its 5.0% Mandatory Convertible Senior Notes due 2019, which were convertible into 2.893 million shares of Common Stock, for 3.259 million shares of Common Stock.

The Company expects that the exchange transactions will close on August 12, 2016, subject to customary closing conditions.

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.

WHITING PETROLEUM CORPORATION

Date: August 9, 2016

By: /s/ James J. Volker  
James J. Volker  
Chairman, President and  
Chief Executive Officer