



**Item 2.02 Results of Operations and Financial Condition.**

On April 30, 2018, the Company issued a press release providing preliminary estimates of certain financial information for the three-month period ended March 31, 2018. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated into this Item 2.02 by reference.

The information in this Item 2.02 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and is not incorporated by reference into any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

On April 30, 2018, the Company issued a press release announcing the commencement of concurrent cash tender offers (the “Tender Offers”) to purchase up to an aggregate principal amount that will not result in an aggregate purchase price that exceeds \$400 million (subject to increase or decrease by the Company) of its outstanding 7.25% Senior Notes due 2019 (the “2019 Notes”), of which \$54,275,000 principal amount is currently outstanding, 6.5% Senior Notes due 2021 (the “2021 Notes”), of which \$395,501,000 principal amount is currently outstanding, 6.875% Senior Notes due 2022 (the “2022 Notes”), of which \$937,080,000 principal amount is currently outstanding, and 6.875% Senior Notes due 2023, of which \$366,094,000 principal amount is currently outstanding. In conjunction with certain of the Tender Offers, the Company has also commenced solicitations of consents from holders of the 2019 Notes, the 2021 Notes and the 2022 Notes to amend certain provisions of the applicable indentures governing the notes of such series (the “Consent Solicitations”). The terms and conditions of the Tender Offers and the Consent Solicitations are described in the Offer to Purchase and Consent Solicitation Statement dated April 30, 2018, and the Letter of Transmittal and Consent relating thereto. A copy of the press release is furnished herewith as Exhibit 99.2 and incorporated by reference into this Item 7.01.

In connection with the Notes Offering (as defined below), the Company provided to investors that during April 2018, the Company entered into an amendment to its revolving credit facility that (i) reaffirmed the borrowing base and the elected commitment at \$1,600.0 million and \$1,350.0 million, respectively, (ii) removed the legacy anticash hoarding provisions, (iii) reduced the coverage threshold with respect to mortgaged properties and (iv) amended the asset sale covenant to give the Company additional flexibility to trade oil and gas properties. In addition, in connection with the amendment, Oasis Petroleum Permian LLC, a wholly owned subsidiary of the Company, became a guarantor under the Company’s revolving credit facility.

The disclosure contained in Item 2.02 is incorporated into this Item 7.01 by reference.

The information in this Item 7.01 (including the exhibit) shall not be deemed to be “filed” for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, and is not incorporated by reference into any filing under the Securities Act or the Exchange Act.

**Item 8.01 Other Events.**

On April 30, 2018, the Company issued a press release announcing that, subject to market and other conditions, the Company intends to commence a private offering of \$400.0 million in aggregate principal amount of senior unsecured notes due 2026 (the “Notes Offering”). A copy of the press release is attached hereto as Exhibit 99.3 and incorporated into this Item 8.01 by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press release announcing preliminary estimates of certain financial information for the three-month period ended March 31, 2018, issued April 30, 2018.
99.2	Press release announcing Notes Offering, issued April 30, 2018.
99.3	Press release announcing Tender Offers and Consent Solicitations, issued April 30, 2018.



EXHIBIT INDEX

Exhibit No.	Description of Exhibit
99.1	<u>Press release announcing preliminary estimates of certain financial information for the three-month period ended March 31, 2018, issued April 30, 2018.</u>
99.2	<u>Press release announcing Notes Offering, issued April 30, 2018.</u>
99.3	<u>Press release announcing Tender Offers and Consent Solicitations, issued April 30, 2018.</u>