

LINN ENERGY, LLC  
Form 8-K  
February 19, 2015

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)

February 19, 2015  
(August 29, 2014)

Linn Energy, LLC  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

000-51719  
(Commission  
File Number)

65-1177591  
(IRS Employer  
Identification No.)

600 Travis, Suite 5100  
Houston, Texas  
(Address of principal executive offices)

77002  
(Zip Code)

Registrant's telephone number, including area code: (281) 840-4000

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:

- \* 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))

As previously reported, on December 15, 2014, Linn Energy, LLC (“LINN Energy”), through certain of its wholly owned subsidiaries, completed the sale of its entire position in the Granite Wash and Cleveland plays located in the Texas Panhandle and western Oklahoma to privately held institutional affiliates of EnerVest, Ltd. and its joint venture partner FourPoint Energy, LLC (the “Granite Wash Assets Sale”). LINN Energy used the net cash proceeds received of approximately \$1.8 billion to repay in full its \$1.3 billion term loan as well as repay a portion of the borrowings outstanding under its credit facility.

Also as previously reported, on August 29, 2014, LINN Energy completed the acquisition of certain oil and natural gas properties located in five operating regions in the U.S. from subsidiaries of Devon Energy Corporation (the “Devon Assets Acquisition”) for total consideration of approximately \$2.1 billion.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

The unaudited pro forma condensed combined statement of operations of LINN Energy for the year ended December 31, 2014, which gives effect to the Granite Wash Assets Sale and the Devon Assets Acquisition is attached as Exhibit 99.1 and incorporated herein by reference.

(d) Exhibits.

| Exhibit Number | Description  |
|----------------|--|
| Exhibit 99.1   | The unaudited pro forma condensed combined statement of operations of LINN Energy for the year ended December 31, 2014, which gives effect to the Granite Wash Assets Sale and the Devon Assets Acquisition. |

SIGNATURE

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  
(Registrant)

Date: February 19, 2015

/s/ David B. Rottino  
David B. Rottino  
Executive Vice President, Business Development  
and Chief Accounting Officer  
(As Duly Authorized Officer and Chief Accounting Officer)