

ENCORE ACQUISITION CO  
Form 425  
November 02, 2009

**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): November 2, 2009**

**DENBURY RESOURCES INC.**

*(Exact name of Registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction  
of incorporation or organization)*

**1-12935**

*(Commission File Number)*

**20-0467835**

*(I.R.S. Employer Identification No.)*

**5100 Tennyson Parkway  
Suite 1200**

**Plano, Texas**

*(Address of principal executive offices)*

**75024**

*(Zip code)*

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

N/A

*(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))
-

**Item 7.01 Regulation FD Disclosure**

On November 2, 2009, Denbury Resources Inc. ( Denbury ) held a previously announced conference call to discuss a joint press release issued on November 1, 2009 relating to the execution on October 31, 2009 of a definitive merger agreement by and between Denbury and Encore Acquisition Company with Denbury surviving the merger. During the conference call a slide presentation, entitled Merger with Encore Acquisition Company, was given. The slide presentation has been posted to Denbury s website and Denbury intends, at times following the conference call, to present or distribute the slides to various investors. The slide presentation is accessible on Denbury s website at [www.denbury.com](http://www.denbury.com), and is attached as Exhibit 99.1 hereto. Denbury undertakes no obligation to update, supplement or amend the materials attached as Exhibit 99.1.

In accordance with General Instruction B.2 of Form 8-K, the information in this Section 7.01 of this Current Report on Form 8-K shall not be deemed filed for the purpose of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing.

**Item 8.01 Other Events**

To the extent required, the information included in Item 7.01 of this Form 8-K is hereby incorporated by reference into this Item 8.01.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Exhibit 99.1 Slide presentation dated November 2, 2009, entitled Merger with Encore Acquisition Company.

---

**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.**

Date: November 2, 2009

/s/Mark C. Allen  
Mark C. Allen  
Sr. Vice President and Chief Financial  
Officer

---

**EXHIBIT INDEX**

Exhibit 99.1 Slide presentation dated November 2, 2009, entitled Merger with Encore Acquisition Company.