

August 8, 2016



# SM Energy Announces Public Offering of Common Stock

DENVER--(BUSINESS WIRE)-- SM Energy Company (NYSE: SM) announced today that it has commenced an underwritten public offering of 15,000,000 shares of its common stock. The Company expects to grant the underwriters in the offering a 30-day option to purchase up to 2,250,000 additional shares of common stock.

SM Energy intends to use the net proceeds from the offering to pay a portion of the purchase price for its recently announced acquisition of all of the outstanding membership interests of an entity holding undeveloped leasehold interests, producing wells and associated infrastructure assets in the Midland Basin of west Texas from Rock Oil Holdings LLC. If this acquisition does not close, SM Energy intends to use the remainder of the net proceeds for general corporate purposes.

Wells Fargo Securities, BofA Merrill Lynch, J.P. Morgan, Barclays, BBVA and RBC Capital Markets will act as joint book-running managers for the offering.

When available, a copy of the preliminary prospectus supplement and accompanying base prospectus relating to this offering may be obtained from any of the underwriters by contacting:

Wells Fargo Securities, LLC  
Attn: Equity Syndicate Dept.  
375 Park Avenue  
New York, New York 10152  
Phone: (800) 326-5897  
E-mail: [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com)

BofA Merrill Lynch  
NC1-004-03-43  
200 North College Street, 3rd floor  
Charlotte, NC 28255-0001  
Attn: Prospectus Department

J.P. Morgan Securities LLC  
c/o Broadridge Financial Solutions  
1155 Long Island Avenue  
Edgewood, NY 11717  
Attn: Post-Sale Fulfillment

You may also obtain these documents free of charge when they are available by visiting the Securities and Exchange Commission's website at [www.sec.gov](http://www.sec.gov).

The shares of common stock are being offered and will be sold pursuant to an effective shelf

registration statement that was previously filed with the Securities and Exchange Commission. This press release does not constitute an offer to sell or the solicitation of an offer to buy the securities described herein, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. This offering may be made only by means of a prospectus and related prospectus supplement.

## **INFORMATION ON FORWARD LOOKING STATEMENTS**

This press release contains forward-looking statements as defined under the federal securities laws, including statements regarding the intended use of offering proceeds and other aspects of the common stock offering. Although management believes that expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to be correct. In addition, these statements are subject to certain risks, uncertainties and other assumptions that are difficult to predict and may be beyond our control, including market conditions, customary offering closing conditions and other factors described in the prospectus and accompanying prospectus supplement for the offering. If one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect, the Company's actual results may vary materially from what management anticipated, estimated, projected or expected.

Investors are encouraged to closely consider the disclosures and risk factors contained in the Company's annual and quarterly reports filed from time to time with the Securities and Exchange Commission and in the prospectus and related prospectus supplement. The statements herein speak only as of the date of this press release. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

## **ABOUT THE COMPANY**

SM Energy Company is an independent energy company engaged in the acquisition, exploration, development, and production of crude oil, natural gas, and natural gas liquids in onshore North America. SM Energy routinely posts important information about the Company on its website.

View source version on businesswire.com:

<http://www.businesswire.com/news/home/20160808005451/en/>

### **SM ENERGY:**

#### **INVESTORS:**

Jennifer Martin Samuels, 303-864-2507

[jsamuels@sm-energy.com](mailto:jsamuels@sm-energy.com)

or

#### **MEDIA:**

Patty Errico, 303-830-5052

[perrico@sm-energy.com](mailto:perrico@sm-energy.com)

Source: SM Energy Company