

ENCORE ACQUISITION CO

Form 8-K

January 26, 2007

**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): January 23, 2007**

**ENCORE ACQUISITION COMPANY**

(Exact name of registrant as specified in its charter)

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

**001-16295**  
(Commission  
File Number)

**75-2759650**  
(IRS Employer  
Identification No.)

**777 Main Street, Suite 1400, Fort Worth, Texas**  
(Address of principal executive offices)

**76102**  
(Zip Code)

Registrant's telephone number, including area code: **(817) 877-9955**

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 1.01 Entry into a Material Definitive Agreement**

On January 23, 2007, Encore Acquisition Company ( Encore ) entered into a Purchase and Sale Agreement with certain subsidiaries of Anadarko Petroleum Corporation to purchase certain oil and natural gas properties in the Williston Basin in Montana and Wyoming for \$410 million in cash, subject to customary purchase price adjustments. The closing, which is subject to customary terms and conditions found in oil and gas transactions of this nature, is expected to occur in March 2007.

The foregoing description of the Purchase and Sale Agreement is not complete and is qualified in its entirety by reference to the full text of the agreement, which is filed as Exhibit 2.1 hereto and is incorporated herein by reference.

**Item 7.01 Regulation FD Disclosure**

A copy of the press release announcing Encore s proposed Williston Basin acquisition is attached as Exhibit 99.1 hereto and is incorporated herein by reference. Encore will host a conference call and simultaneous webcast to discuss the proposed acquisition at 9:00 a.m. Central Standard Time on January 26, 2007. The conference call can be accessed by dialing 877-356-9552. The webcast will be available at [www.encoreacq.com](http://www.encoreacq.com). A copy of the presentation materials will be available on Encore s website ([www.encoreacq.com/presentations.html](http://www.encoreacq.com/presentations.html)) prior to the conference call.

The information being furnished pursuant to Item 7.01 of this Form 8-K and in Exhibit 99.1 shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise be subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

2.1 Purchase and Sale Agreement dated January 23, 2007 among Howell Petroleum Corporation and Kerr-McGee Oil & Gas Onshore LP, as Sellers, and Encore Acquisition Company, as Purchaser

The exhibit listed below is being furnished pursuant to Item 7.01 of this Form 8-K:

99.1 Press Release dated January 25, 2007 regarding Williston Basin Acquisition

---

**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.

**ENCORE ACQUISITION COMPANY**

Date: January 25, 2007

By: /s/ Robert C. Reeves  
Robert C. Reeves  
Senior Vice President, Chief Financial  
Officer, and Treasurer

---

**INDEX TO EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
2.1	Purchase and Sale Agreement dated January 23, 2007 among Howell Petroleum Corporation and Kerr-McGee Oil & Gas Onshore LP, as Sellers, and Encore Acquisition Company, as Purchaser
99.1	Press Release dated January 25, 2007 regarding Williston Basin Acquisition