

**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 14, 2020

Riviera Resources, Inc.

(Exact name of registrant specified in its charter)

Delaware
(State or Other Jurisdiction
Of Incorporation)

333-225927
(Commission
File Number)

82-5121920
(I.R.S. Employer
Identification No.)

600 Travis Street, Suite 1700
Houston, Texas
(Address of principal executive offices)

77002
(Zip Code)

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

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 (see General Instruction A.2. below):

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
None	None	None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02 Results of Operations and Financial Condition.

On February 14, 2020, Riviera Resources, Inc. (the “Company”) issued a press release announcing that the Company will hold its earnings call on February 27, 2020 at 10:00 a.m., Central Time. The press release, which also contained certain preliminary unaudited financial results for the full year 2019, is being furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

This Form 8-K and the exhibit hereto shall be deemed “furnished” and not “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 shall not be deemed to be incorporated by reference into any of the Company’s filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release dated February 14, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.

Dated: February 21, 2020

RIVIERA RESOURCES, INC.

By: /s/ David B. Rottino

Name: David B. Rottino

Title: President and Chief Executive Officer



NEWS RELEASE

RIVIERA RESOURCES ANNOUNCES FOURTH QUARTER 2019 EARNINGS CONFERENCE CALL AND ASSET SALE CLOSINGS

HOUSTON, Feb. 14, 2020 – Riviera Resources, Inc. (OTCQX: RVRA) (“Riviera” or the “Company”) announces it will host a conference call Thursday, February 27, 2020 at 10:00 a.m. (Central) to discuss the Company’s fourth quarter 2019 results and provides an asset overview and transaction update.

Asset Overview and Transaction Update

In January 2020, the Company closed on the previously announced sale of our interest in properties located in the Overton field of East Texas for a contract price of \$18.5 million and sale of our interest in properties located in the Drunkards Wash field in the Uinta basin for a contract price of \$4.5 million. After customary closing adjustments and transaction costs, the Company received combined net cash proceeds from the sales of approximately \$20 million. The net proceeds from the sales are expected to be added to cash on the Company’s balance sheet.

As previously announced, the Company has signed definitive agreements to sell its remaining interests in properties located in the Personville field in East Texas for a contract price of \$34 million, subject to closing adjustments, and its Oklahoma City Office building for a contract price of \$21.4 million, subject to closing adjustments, that are expected to close in the first quarter of 2020.

As of December 31, 2019, there were no borrowings outstanding on Riviera’s revolving credit facility and its upstream business segment had approximately \$101 million ending cash balance; the Company’s wholly-owned subsidiary, Blue Mountain Midstream LLC, had approximately \$70 million drawn on its revolving credit facility, and approximately \$15 million ending cash balance. Including cash proceeds from transactions closed or expected to close in the first quarter of \$68 million, the consolidated pro forma net cash balance would be \$114 million.

The Company plans to use existing cash and proceeds from assets sales to return capital to shareholders. Consistent with past history, this may include share repurchases under the Company’s previously announced share repurchase program, share tenders, and/or distributions.

Fourth Quarter Earnings Conference Call

The Company will host a conference call Thursday, February 27, 2020 at 10:00 a.m. (Central) to discuss the Company’s fourth quarter and full year 2019 results and expects to file its Annual Report on Form 10-K for the year ended December 31, 2019 with the U.S. Securities and Exchange Commission on or around that date. There will be prepared remarks by executive management followed by a question and answer session.

Investors and analysts are invited to participate in the call by dialing (866) 416-7462, or (409) 217-8223 for international calls using Conference ID: 4788099. Interested parties may also listen over the internet at www.rivieraresourcesinc.com. A replay of the call will be available on the Company’s website.

CONTACT:

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