

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 3, 2012 (January 31, 2012)

**SM Energy Company**  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-31539 (Commission File Number)	41-0518430 (I.R.S. Employer Identification No.)
---	--	---

1775 Sherman Street, Suite 1200, Denver, Colorado  
(Address of principal executive offices)

80203  
(Zip Code)

Registrant's telephone number, including area code: (303) 861-8140

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.):

- 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.

In accordance with General Instruction B.2. of Form 8-K, the following information, including Exhibit 99.1 and Exhibit 99.2, shall not be deemed 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, nor shall such information and Exhibits be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the “*Securities Act*”), or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On January 31, 2012, SM Energy Company (the “*Company*”) issued a press release announcing that it will hold its fourth quarter and full year 2011 earnings teleconference call on February 23, 2012 at 8:00 a.m. mountain time. The teleconference call is publicly accessible, and the press release includes instructions as to when and how to access the teleconference. A copy of the press release is furnished as Exhibit 99.1 to this report and incorporated by reference herein.

On February 2, 2012, the Company also issued a press release announcing that the Company commenced an offer to exchange \$350 million of its 6 1/2% Senior Notes due 2021, which have been registered under the Securities Act, in exchange for \$350 million of its outstanding 6 1/2% Senior Notes due 2019, which were issued on November 8, 2011, in a private placement. A copy of the press release is furnished as Exhibit 99.2 to this report and incorporated by reference herein.

### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.	The following exhibits are furnished as part of this report:
Exhibit 99.1	Press release of the Company dated January 31, 2012, entitled “SM Energy Schedules Fourth Quarter and Full Year 2011 Earnings Conference Call”
Exhibit 99.2	Press release of the Company dated February 2, 2012, entitled “SM Energy Announces Exchange Offer for \$350 Million of its 6 1/2% Senior Notes”

---

## 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.

SM ENERGY COMPANY

Date: February 3, 2012

By: /s/ David W. Copeland

David W. Copeland

Senior Vice President, General Counsel and  
Corporate Secretary

**FOR IMMEDIATE RELEASE**

**SM ENERGY SCHEDULES FOURTH QUARTER AND FULL YEAR  
2011 EARNINGS CONFERENCE CALL**

**DENVER, CO - January 31, 2011**- SM Energy Company (NYSE: SM) is scheduled to release details regarding its earnings for the fourth quarter and full year of 2011 after the close of trading on February 22, 2012. A teleconference to discuss these results and other operational matters is scheduled for February 23, 2012, at 8:00 a.m. Mountain time (10:00 a.m. Eastern time). The call participation number is 877-445-0811 and the conference ID number is 48119439. An audio replay of the call will be available approximately two hours after the call at 855-859-2056, with the conference ID number 48119439. International participants can dial 617-401-8115 to take part in the conference call, using the conference ID number 48119439, and can access a replay of the call at 404-537-3406, using conference ID number 48119439. Replays can be accessed through March 9, 2012.

This call is being webcast live and can be accessed at SM Energy Company's website at [www.sm-energy.com](http://www.sm-energy.com). An audio recording of the conference call will be available at that site through March 9, 2012

**ABOUT THE COMPANY**

SM Energy Company is an independent energy company engaged in the exploration, exploitation, development, acquisition, and production of natural gas, natural gas liquids, and crude oil. SM Energy routinely posts important information about the Company on its website. For more information about SM Energy, please visit its website at [www.sm-energy.com](http://www.sm-energy.com).

**For Information**  
James R. Edwards  
303-861-8140

**FOR IMMEDIATE RELEASE**

**SM ENERGY ANNOUNCES EXCHANGE OFFER  
FOR \$350 MILLION OF ITS 6 1/2% SENIOR NOTES**

**DENVER, CO - February 2, 2012** - SM Energy Company (NYSE: SM) today announces that it commenced an offer to exchange \$350 million of its 6 1/2% Senior Notes due 2021, which have been registered under the Securities Act of 1933 (the "Exchange Notes") in exchange for \$350 million of its outstanding 6 1/2% Senior Notes due 2021, which were issued on November 8, 2011, in a private placement (the "Outstanding Notes"). The Exchange Notes are being offered pursuant to a registration rights agreement previously entered into in connection with the issuance of the Outstanding Notes. The exchange offer is being conducted upon the terms and subject to the conditions set forth in the prospectus dated February 2, 2012, and the related letter of transmittal.

The terms of the Exchange Notes are substantially identical to the terms of the Outstanding Notes, except that provisions relating to transfer restrictions, registration rights and additional interest will not apply to the Exchange Notes. The exchange offer is limited to holders of the Outstanding Notes. The exchange offer is scheduled to expire at 5:00 p.m. New York time on March 2, 2012, unless extended. Outstanding Notes tendered pursuant to the exchange offer may be withdrawn at any time prior to the expiration date by following the procedures set forth in the exchange offer prospectus and the related letter of transmittal. Copies of the prospectus and the related letter of transmittal may be obtained from U.S. Bank National Association, which is serving as the exchange agent for the exchange offer. The address, telephone and facsimile number of U.S. Bank National Association are as follows:

By Facsimile for Eligible  
Institutions:  
(615) 495-8158  
Attention: Specialized Finance

By Mail/Overnight Delivery/Hand:  
60 Livingston Avenue  
St. Paul, MN 55107  
Attention: Specialized Finance

Confirm by Telephone:  
(800) 934-6802

**About SM Energy**

SM Energy Company is an independent energy company engaged in the exploration, exploitation, development, acquisition, and production of natural gas, natural gas liquids, and crude oil. SM Energy routinely posts important information about the Company on its website. For more information about SM Energy, please visit its website at [www.sm-energy.com](http://www.sm-energy.com).