

Edgar Filing: DENBURY RESOURCES INC - Form SC 13G

DENBURY RESOURCES INC
Form SC 13G
January 30, 2015

SCHEDULE 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(b), (c)
and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Under the Securities Exchange Act of 1934
(Amendment No.)*

Denbury Resources Inc

(Name of Issuer)

Common Stock

(Title of Class of Securities)

247916208

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities,
and for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

CUSIP No. 247916208

13G

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1 NAME OF REPORTING PERSON

Artisan Partners Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

29,940,115

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

31,658,736

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,658,736

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.0%

12 TYPE OF REPORTING PERSON
(see Instructions)

IA

CUSIP No. 247916208

13G

1 NAME OF REPORTING PERSON

Artisan Investments GP LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

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(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

29,940,115

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

31,658,736

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,658,736

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.0%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

CUSIP No. 247916208

13G

1 NAME OF REPORTING PERSON

Artisan Partners Holdings LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

29,940,115

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

31,658,736

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,658,736

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.0%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

CUSIP No. 247916208

13G

1 NAME OF REPORTING PERSON

Artisan Partners Asset Management Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

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NUMBER OF SHARES	None	-----
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6 SHARED VOTING POWER	-----
	29,940,115	-----
	7 SOLE DISPOSITIVE POWER	-----
	None	-----
	8 SHARED DISPOSITIVE POWER	-----
	31,658,736	-----
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	31,658,736	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see Instructions)		[]
	Not Applicable	
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	9.0%	
12 TYPE OF REPORTING PERSON (see Instructions)		
	HC	

CUSIP No.	247916208	13G

1 NAME OF REPORTING PERSON		
	Artisan Partners Funds, Inc.	
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see Instructions)		(a) [] (b) []
	Not Applicable	
3 SEC USE ONLY		
4 CITIZENSHIP OR PLACE OF ORGANIZATION		
	Wisconsin	
	5 SOLE VOTING POWER	
NUMBER OF SHARES	None	-----
BENEFICIALLY OWNED BY EACH REPORTING	6 SHARED VOTING POWER	-----
	23,243,480	-----

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PERSON 7 SOLE DISPOSITIVE POWER

WITH

None

8 SHARED DISPOSITIVE POWER

23,243,480

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

23,243,480

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.6%

12 TYPE OF REPORTING PERSON
(see Instructions)

IC

Item 1(a) Name of Issuer:

Denbury Resources Inc

Item 1(b) Address of Issuer's Principal Executive Offices:

5320 Legacy Drive, Plano, TX 75024

Item 2(a) Name of Person Filing:

Artisan Partners Limited Partnership ("APLP")
Artisan Investments GP LLC ("Artisan Investments")
Artisan Partners Holdings LP ("Artisan Holdings")
Artisan Partners Asset Management Inc. ("APAM")
Artisan Partners Funds, Inc. ("Artisan Funds")

Item 2(b) Address of Principal Business Office:

APLP, Artisan Investments, Artisan Holdings, APAM, and Artisan
Funds are all located at:

875 East Wisconsin Avenue, Suite 800
Milwaukee, WI 53202

Item 2(c) Citizenship:

APLP is a Delaware limited partnership
Artisan Investments is a Delaware limited liability company
Artisan Holdings is a Delaware limited partnership
APAM is a Delaware corporation
Artisan Funds is a Wisconsin corporation

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Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

247916208

Item 3 Type of Person:

(d) Artisan Funds is an Investment Company under section 8 of the Investment Company Act.

(e) APLP is an investment adviser registered under section 203 of the Investment Advisers Act of 1940.

(g) Artisan Holdings is the sole limited partner of APLP and the sole member of Artisan Investments; Artisan Investments is the general partner of APLP; APAM is the general partner of Artisan Holdings.

Item 4 Ownership (at December 31, 2014):

(a) Amount owned "beneficially" within the meaning of rule 13d-3:

31,658,736

(b) Percent of class:

9.0% (based on 352,562,628 shares outstanding as of October 31, 2014)

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

None

(ii) shared power to vote or to direct the vote:

29,940,115

(iii) sole power to dispose or to direct the disposition of:

None

(iv) shared power to dispose or to direct the disposition of:

31,658,736

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

The shares reported herein have been acquired on behalf of discretionary clients of APLP; as reported herein, APLP holds 31,658,736 shares, including 23,243,480 shares on behalf of

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Artisan Funds. Persons other than APLP are entitled to receive all dividends from, and proceeds from the sale of, those shares.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 30, 2015

ARTISAN PARTNERS ASSET MANAGEMENT INC,
for itself and as the general partner of
ARTISAN PARTNERS HOLDINGS LP

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC,
for itself and as the general partner of
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez*

ARTISAN PARTNERS FUNDS, INC.

By: Gregory K. Ramirez*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez
Senior Vice President of Artisan
Partners Asset Management Inc.
Vice President of Artisan

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Investments GP LLC
Chief Financial Officer, Vice
President and Treasurer of
Artisan Partners Funds, Inc.

Exhibit Index

Exhibit 1 Joint Filing Agreement dated January 30, 2015 by and among
Artisan Partners Limited Partnership, Artisan Investments GP LLC,
Artisan Partners Holdings LP, Artisan Partners Asset Management
Inc., and Artisan Partners Funds, Inc.

EXHIBIT 1

JOINT FILING AGREEMENT

The undersigned hereby agree to the joint filing of the Schedule 13G to
which this Agreement is attached.

Dated: January 30, 2015

ARTISAN PARTNERS ASSET MANAGEMENT INC,
for itself and as the general partner of
ARTISAN PARTNERS HOLDINGS LP

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC,
for itself and as the general partner of
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez*

ARTISAN PARTNERS FUNDS, INC.

By: Gregory K. Ramirez*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez
Senior Vice President of Artisan
Partners Asset Management Inc.
Vice President of Artisan
Investments GP LLC
Chief Financial Officer, Vice
President and Treasurer of
Artisan Partners Funds, Inc.