

LINN ENERGY, LLC
Form 8-K
October 04, 2010

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): October 4, 2010 (September 29, 2010)

LINN ENERGY, LLC

(Exact name of registrant as specified in its charters)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 000-51719 | 65-1177591 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 600 Travis, Suite 5100 | 77002 |
| Houston, Texas | (Zip Code) |
| (Address of principal executive offices) | |

Registrant's telephone number, including area code: (281) 840-4100

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))

Item 1.02. Termination of a Material Definitive Agreement.

Pursuant to a Purchase Agreement (the "Purchase Agreement"), dated July 16, 2010 among Linn Energy Holdings, LLC, a wholly owned subsidiary of Linn Energy, LLC (the "Company") and SND Operating, LLC, SND Energy Company, Inc. and Topcat Energy, LLC (collectively, the "Sellers"), the Company had agreed to acquire certain oil and natural gas properties in the East Texas Oil Field in Gregg and Rusk counties for a contract price of \$95 million, subject to closing conditions. On September 29, 2010, in accordance with the terms of the Purchase Agreement, the Company sent a notice to Sellers of the Company's intention to terminate the Purchase Agreement as a result of certain conditions to closing not being met.

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.

LINN ENERGY, LLC

Date: October 4, 2010

By:

/s/ CHARLENE A. RIPLEY
Charlene A. Ripley
Senior Vice President, General Counsel
and
Corporate Secretary
