

EP Energy Corp  
Form 8-K  
December 11, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 5, 2018**

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**EP ENERGY CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State of Incorporation)

**001-36253**  
(Commission  
File Number)

**46-3472728**  
(IRS Employer  
Identification Number)

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## **EP ENERGY LLC**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State of Incorporation)

**333-183815**  
(Commission  
File Number)

**45-4871021**  
(IRS Employer  
Identification Number)

**1001 Louisiana Street**

**Houston, Texas 77002**

(Address of principal executive offices) (Zip Code)

**(713) 997-1000**

(Registrant's telephone number, including area code)

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

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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))

## Edgar Filing: EP Energy Corp - Form 8-K

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.

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The information in this Current Report on Form 8-K shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and is not deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

*Compensatory Arrangements of Certain Officers*

On December 5, 2018, the Compensation Committee of the Board of Directors of EP Energy Corporation approved certain changes to the compensatory arrangement of Russell E. Parker, CEO and President. The changes were made in connection with an annual review of the compensation package put in place for Mr. Parker upon joining the company in November 2017. In particular, the Compensation Committee approved the following changes to Mr. Parker's compensation:

- a one-time discretionary cash bonus of \$350,000, payable in December 2018;
- an increase in his annual base salary from \$500,000 to \$850,000, effective January 1, 2019; and
- the amount of any annual performance bonus for 2019, to the extent the relevant performance goals for 2019 are met, to be paid in the form of stock in lieu of cash.

The changes above were made to continue to motivate and retain Mr. Parker, to further align his interests with those of the company's stockholders, and to recognize his leadership in transforming the company over the past twelve months.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

EP ENERGY CORPORATION

Date: December 11, 2018

By: */s/ Jace D. Locke*  
Jace D. Locke  
Vice President, General Counsel and Corporate  
Secretary

EP ENERGY LLC

By: */s/ Jace D. Locke*  
Jace D. Locke  
Vice President, General Counsel and Corporate  
Secretary