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DENBURY RESOURCES INC Form 8-K February 19, 2004

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 19, 2004

DENBURY RESOURCES INC. (Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or
organization)

1-12935 20-0467835 (Commission File Number) (I.R.S. Employer Identification No.)

5100 Tennyson Parkway
Suite 3000
Plano, Texas
(Address of principal executive offices)

75024 (Zip code)

Registrant's telephone number, including area code: (972)673-2000

Item 7. Financial Statements and Exhibits.

Exhibits:

Exhibit No. Exhibit

99.1 Denbury Press Release, dated February 19, 2004 - Denbur

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2003 Results.

Item 12. Results of Operations and Financial Condition.

The following information is furnished pursuant to Item 12, "Results of Operations and Financial Condition."

On February 19, 2004, Denbury Resources Inc. announced its fourth quarter and 2003 financial and operating results. The press release is included in this report as Exhibit 99.1. Denbury Resources Inc. does not intend for this Item 12 or Exhibit 99.1 to be incorporated by reference into filings under the Securities Exchange Act of 1934.

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 thereunto duly authorized.

Denbury Resources Inc. (Registrant)

Date: February 19, 2004 By: /s/ Phil Rykhoek

Phil Rykhoek

Senior Vice President & Chief

Financial Officer