

**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): January 21, 2026

COTERRA ENERGY INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-10447

(Commission File Number)

04-3072771

(I.R.S. Employer Identification No.)

**Three Memorial City Plaza
840 Gessner Road, Suite 1400**

Houston, Texas

(Address of principal executive offices)

77024

(Zip Code)

Registrant's telephone number, including area code: **(281) 589-4600**

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.10 per share	CTRA	New York Stock Exchange

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. ☐

Item 2.02 Results of Operations and Financial Condition.

Coterra Energy Inc. (“Coterra”, “we” or “our”) presents in this Item 2.02 certain information for the quarter ended December 31, 2025 regarding its realized prices and derivative activity.

Realized Prices

AVERAGE SALES PRICE (excluding hedges)		
Oil (\$/Bbl)	\$	58.16
Natural gas (\$/Mcf)	\$	2.37
NGL (\$/Bbl)	\$	15.63
AVERAGE SALES PRICE (including hedges)		
Oil (\$/Bbl)	\$	60.34
Natural gas (\$/Mcf)	\$	2.44
NGL (\$/Bbl)	\$	15.63

Derivative Activity

For the fourth quarter of 2025, Coterra anticipates recognizing net cash received on settlements of derivative instruments of \$57 million.

Realized prices and the related impact of hedges are subject to completion of our financial closing procedures, final adjustments and other developments that may arise.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

Forward-Looking Statements

This report includes forward-looking statements within the meaning of federal securities laws. All statements, other than statements of historical fact, included in this report are forward-looking statements. Such forward-looking statements include, but are not limited to, statements regarding the anticipated effects of derivatives on Coterra's results for the fourth quarter of 2025. The words "estimate," "anticipate" and similar expressions are also intended to identify forward-looking statements. We can provide no assurance that the forward-looking statements contained in this report will occur as expected, and actual results may differ materially from those included in this report. Forward-looking statements are based on current expectations and assumptions that involve a number of risks and uncertainties that could cause actual results to differ materially from those included in this report. These risks and uncertainties include, without limitation, factors detailed in our other SEC filings. Refer to "Risk Factors" in Item 1A of Part I of our Form 10-K for additional information about these risks and uncertainties. Forward-looking statements are based on the estimates and opinions of management at the time the statements are made. Except to the extent required by applicable law, we undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof.

SIGNATURE

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.

COTERRA ENERGY INC.

By: /s/ GREGORY F. CONAWAY
Gregory F. Conaway
Vice President and Chief Accounting Officer
(Principal Accounting Officer)

Date: January 21, 2026