### FLURY L RICHARD

Form 4 July 06, 2010

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations

Check this box

if no longer

may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FLURY L RICHARD

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

QEP RESOURCES, INC. [QEP] 3. Date of Earliest Transaction

(Check all applicable)

(First)

(Month/Day/Year) 07/01/2010

\_X\_\_ Director 10% Owner Officer (give title Other (specify

C/O QEP RESOURCES, INC., 1050

(Middle)

any

(Month/Day/Year)

below)

17TH STREET, SUITE 500 (Street)

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

DENVER, CO 80265

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

(Instr. 3 and 4)

Common Stock,

(Instr. 3)

\$0.01 par value

 $9,300^{(1)}$ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: FLURY L RICHARD - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e Underlying Securities		Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number or Shares
Phantom Stock Units (2)	\$ 0					(3)	(3)	Phantom Stock Units	10,542.
Phantom Stock Units (2)	\$ 0					(3)	(3)	Phantom Stock Units	10,170.8
Stock Option (4)	\$ 9.186	07/01/2010		J	14,000	08/01/2003	02/01/2013	Common Stock	14,00

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
FLURY L RICHARD C/O QEP RESOURCES, INC. 1050 17TH STREET, SUITE 500 DENVER, CO 80265	X					

## **Signatures**

/s/ Abigail L. Jones, Attorney-in-Fact 07/06/2010

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations, See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On June 30, 2010 (the "Distribution Date"), Questar Corporation ("Questar") consummated the spin-off of its wholly owned subsidiary, QEP Resources, Inc. ("QEP"), by distributing all of the shares of QEP that it owned to Questar shareholders of record as of the close of

- (1) business on June 18, 2010 (the "Record Date"). The distribution was made to the Questar shareholders on a pro rata basis by means of a share dividend pursuant to which each shareholder received 1 share of QEP common stock for every 1 share of Questar common stock held by such shareholder. These shares were acquired as a result of the share dividend.
- In connection with the spin-off, each holder as of the Record Date of Questar phantom stock units that remained outstanding immediately (2) prior to the Distribution Date received 1 share of QEP phantom stock unit for every 1 share of Questar phantom stock unit held by such holder. Each QEP phantom stock unit has the same vesting schedule as in effect for the corresponding Questar phantom stock unit.
- (3) Vested shares of phantom stock units will be payable in cash within 60 days upon the earlier of the reporting person's (i) separation from service from QEP, (ii) death or (iii) disability pursuant to the QEP Resources, Inc. Deferred Compensation Plan for Directors.
- (4) This option was originally granted to the reporting person by Questar. In connection with the spin-off, this option was split into options to acquire Questar common stock and QEP common stock in accordance with that certain Employee Matters Agreement dated June 14,

Reporting Owners 2

### Edgar Filing: FLURY L RICHARD - Form 4

2010 between Questar and QEP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.