Edgar Filing: Richards Perry H - Form 4

Dishanda Dame II

Form 4	п									
February 16								0140		
FORM	UNITED	STATES SE	S SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549						APPROVAL 3235-0287	
Check th if no lon subject t Section 7 Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	ger o 16. or Filed pur ons tinue.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Richards Perry H			2. Issuer Name and Ticker or Trading Symbol QEP RESOURCES, INC. [QEP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1050 17TH STREET, SUITE 500			3. Date of Earliest Transaction(Month/Day/Year)02/14/2011				Director 10% Owner Officer (give title Other (specify below) below) Sr VP, QEP Field Services			
(Street) DENVER, CO 80265			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)		(Zip)			~		Person			
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code	4. Securi	ties Ad isposed 4 and	cquired d of (D)	5. Amount of Securities Beneficially	6. Ownership I Form: I Direct (D) 0	ally Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/14/2011		Code V F	Amount 694	(A) or (D) D	Price \$ 38.51	Transaction(s) (Instr. 3 and 4) 28,262 (1)	(Instr. 4) D		
Common Stock							3,518.1606 (2)	I	Employee Investment Plan	

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.

Edgar Filing: Richards Perry H - Form 4

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

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0					(3)	(3)	Phantom Stock Units	0	
Stock Option	\$ 9.19					08/11/2003	02/11/2013	Common Stock	0	
Stock Option	\$ 23.98					<u>(4)</u>	03/05/2016	Common Stock	0	
Stock Option	\$ 27.55					(5)	03/05/2017	Common Stock	0	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Richards Perry H 1050 17TH STREET, SUITE 500 DENVER, CO 80265			Sr VP, QEP Field Services				
Signatures							
Abigail L. Jones, Attorney	02/1	6/2011					

**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).
- (1) I received a distribution of formerly restricted shares of stock and made an advance election to satisfy my tax payment obligations by selling shares to QEP.
- (2) As of February 14, 2011, I have 3,518.1606 equivalent shares of stock in QEP's Employee Investment Plan. The number of equivalent shares will fluctuate as QEP's stock price changes; this fluctuation does not reflect any transactions that should be reported.

in Fact

Edgar Filing: Richards Perry H - Form 4

Vested shares of phantom stock units will be payable in cash on the date of, or at a designated anniversary date following, the first to (3) occur of the reporting person's (i) separation from service from QEP (subject to 6-month delay if necessary to comply with IRC 409A), (ii) death or (iii) disability, pursuant to the QEP Resources, Inc. Deferred Compensation Wrap Plan.

- (4) The option vests in three annual installments which began on March 5, 2010.
- (5) The option vests in three annual installments beginning on March 5, 2011, subject to accelerated vesting upon the occurrence of certain events as set forth in the award agreement.

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.