Edgar Filing: WPX ENERGY, INC. - Form 4

WPX ENERG	GY, INC.										
Form 4											
May 23, 2016	5										
FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
	UNITED	STATES	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287	
Check this if no longe subject to Section 16 Form 4 or	er STATEN 5.	ox STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligation may contri <i>See</i> Instruct 1(b).	s Section 17(response 0.5 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 R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Fiser Michael R			2. Issuer Name and Ticker or Trading Symbol WPX ENERGY, INC. [WPX]				3	5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last) (First) (Middle) 3500 ONE WILLIAMS CENTER			3. Date of Earliest Transaction (Month/Day/Year) 05/19/2016					Director 10% Owner X Officer (give title Other (specify below) Senior Vice President			
				Amendment, Date Original l(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
TULSA, OK	74172							Form filed by N Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Transaction Date 2A. Dee Ionth/Day/Year) Executio any (Month/		3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)		of	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	05/19/2016			Code V A	Amount 26,666 (1)	(A) or (D) A	Price \$ 0	Reported Transaction(s) (Instr. 3 and 4) 117,723	D		
Common Stock								2,553	Ι	By trust (2)	

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

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 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (3)	<u>(4)</u>	05/19/2016		А	17,777	(5)	(5)	Common Stock	17,777 (4)	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Fiser Michael R			Senior				
3500 ONE WILLIAMS CENTER TULSA, OK 74172			Vice President				
Signatures							
By Stephen E. Brilz, Attorney-in-Fact Fiser	t for Micha	el R.	05/23/2016				

**Signature of Reporting Person

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) Subject to the applicable award agreement, this award vests in the following increments: 8,888 on March 2, 2017, 8,889 on March 2, 2018, and 8,889 on March 2, 2019.

Date

- (2) Shares held in Revocable Trust of Michael Rance Fiser Dated November 14, 2000, amended December 17, 2002.
- (3) Vesting of performance-based awards are subject to compensation committee certification that the Company has met a three-year performance measure, which is based on total shareholder return with absolute and relative dependent measures.

Each performance-based restricted stock unit represents a contingent right to receive a share of common stock, subject to adjustment(4) based on the applicable award agreement and compensation committee certification that the Company has met the three-year performance measure.

(5) Subject to the applicable award agreement and compensation committee certification that the Company has met the applicable three-year

performance measure, this award vests on March 2, 2019.

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.