

QEP RESOURCES, INC.
Form 4
February 08, 2017

FORM 4

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

OMB APPROVAL

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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 *
Torgerson Jim E

(Last) (First) (Middle)

1050 17TH STREET, SUITE 800

(Street)

DENVER, CO 80265

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QEP RESOURCES, INC. [QEP]

3. Date of Earliest Transaction (Month/Day/Year)
02/07/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive VP Operations

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					192,162	D	
Common Stock					21,066.422	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.

SEC 1474 (9-02)

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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. Transaction Code (Instr. 8)	5. Number 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Phantom Stock Units	\$ 0	02/07/2017		A		7,260 (1)		(2)	(2)	Phantom Stock Units	7,260
Phantom Stock Units	\$ 0	02/07/2017		M		27,424 (3)		(2)	(2)	Phantom Stock Units	27,424
Phantom Stock Units	\$ 0							(4)	(4)	Phantom Stock Units	6,130
Stock Option	\$ 27.55							03/05/2013	03/05/2017	Common Stock	16,130
Stock Option	\$ 39.07							03/05/2014	02/25/2018	Common Stock	12,130
Stock Option	\$ 30.9							03/05/2015	02/13/2019	Common Stock	26,130
Stock Option	\$ 30.12							03/05/2016	02/13/2020	Common Stock	28,130
Stock Option	\$ 27.98							09/05/2016	09/03/2020	Common Stock	5,130
Stock Option	\$ 31.74							(5)	02/13/2021	Common Stock	29,130
Stock Option	\$ 21.69							(6)	02/12/2022	Common Stock	52,130
Stock Option	\$ 10.12							(7)	02/16/2023	Common Stock	59,130

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Torgerson Jim E 1050 17TH STREET SUITE 800	Executive VP Operations

