

Laredo Petroleum, Inc.  
 Form 4  
 May 27, 2016

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 Beyer Michael T

(Last) (First) (Middle)

15 W. SIXTH STREET, SUITE 900

(Street)

TULSA, OK 74119

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Laredo Petroleum, Inc. [LPI]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 05/25/2016

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)

VP - Controller & CAO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 05/25/2016 <sup>(1)</sup>            |  | A                              |   | 24,532  | A  | 12.36                             |
|                                 |                                      |  |                                |   |   |  | \$                                |
|                                 |                                      |  |                                |   |   |  | 60,429                            |
|                                 |                                      |  |                                |   |   |  | D                                 |

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

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SEC 1474 (9-02)

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

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| 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right to buy)                | \$ 4.1   | 05/25/2016 <sup>(2)</sup>            |  | A                              | 39,133  | 02/19/2017 <sup>(2)</sup> 02/19/2026                     | Common Stock 39   |
| Performance Units                          | <sup>(3)</sup>   | 05/25/2016 <sup>(3)</sup>            |  | A                              | 49,065  | 12/31/2018 <sup>(3)</sup>                                | Common Stock 49   |
| Stock Option (Right to buy)                | \$ 11.93   |                                      |  |                                |   | 02/27/2016 <sup>(4)</sup> 02/27/2025                     | Common Stock 21   |
| Performance Units                          | <sup>(5)</sup>   |                                      |  |                                |   | 12/31/2017 <sup>(5)</sup>                                | Common Stock 20   |
| Stock Option (Right to buy)                | \$ 17.34   |                                      |  |                                |   | 02/15/2014 <sup>(4)</sup> 02/15/2023                     | Common Stock 13   |
| Stock Option (Right to buy)                | \$ 24.11   |                                      |  |                                |   | 02/03/2013 <sup>(4)</sup> 02/03/2022                     | Common Stock 2  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Beyer Michael T<br>15 W. SIXTH STREET, SUITE 900<br>TULSA, OK 74119 |               |           | VP - Controller & CAO |       |

## Signatures

/s/ Michael T.  
Beyer 05/27/2016

\*\*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)

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On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. These restricted shares are granted under the Issuer's Omnibus Equity Incentive Plan and will vest in three equal annual installments on February 19, 2017, February 19, 2018 and February 19, 2019.

- (2) On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. This stock option is granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of February 19, 2017, February 19, 2018, February 19, 2019 and February 19, 2020.

- (3) On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. These performance share units are granted under the Issuer's Omnibus Equity Incentive Plan. Each performance share unit represents a share of common stock. The performance share units will be payable, if at all, in common stock, based upon the Issuer's total shareholders return measured against an industry peer group, over a three year performance period ending December 31, 2018. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

- (4) This stock option is granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four anniversaries of the date of the grant.

- (5) These performance share units are granted under the Issuer's Omnibus Equity Incentive Plan. Each performance share unit represents a share of common stock. The performance share units will be payable, if at all, in common stock, based upon the Issuer's total shareholders return measured against an industry peer group, over a three year performance period ending December 31, 2017. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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