Laredo Petroleum, Inc. Form 4 February 22, 2017

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

0.5 response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Foutch Randy A			2. Issuer Name <b>and</b> Ticker or Trading Symbol Laredo Petroleum, Inc. [LPI]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	X Director 10% Owner		
15 W. SIXTH	STREET,	SUITE 900	02/17/2017	X Officer (give title Other (specify below)		
				Chairman & CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
TULSA, OK	74119			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) <b>Tabl</b>	e I - Non-I	Derivative S	Securi	ities Acqu	uired, Disposed of	f, or Beneficial	ly 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. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)  Frice	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/17/2017(1)		A	79,217	A	\$ 14.12 (1)	917,148	D	
Common Stock	02/17/2017		F	20,996 (2)	D	\$0	896,152	D	
Common Stock							90,037	I	By Foutch Family Trust A (3)
Common							90,037	I	By Foutch Family

Trust B (3)

#### Edgar Filing: Laredo Petroleum, Inc. - Form 4

Common Stock	90,037	I	By Foutch Family Trust C (3)
Common Stock	90,037	I	By Foutch Family Trust D (3)
Common Stock	500	I	By Daughter (3)
Common Stock	450,928	I	By Lariat Ranch LLC (3)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Sec
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	N S
Stock Option (Right to buy)	\$ 14.12	02/17/2017(4)		A	119,826	02/17/2018(4)	02/17/2027	Common Stock	
Performance Units	<u>(5)</u>	02/17/2017(5)		A	158,434	02/17/2020	<u>(5)</u>	Common Stock	-
Stock Option (Right to buy)	\$ 4.1					02/19/2017(4)	02/19/2026	Common Stock	3
Performance Units	<u>(6)</u>					02/19/2019	<u>(6)</u>	Common Stock	3
Stock Option (Right to buy)	\$ 11.93					02/27/2016(4)	02/27/2025	Common Stock	
Performance Units	<u>(7)</u>					02/27/2018	<u>(7)</u>	Common Stock	

#### Edgar Filing: Laredo Petroleum, Inc. - Form 4

Stock Option (Right to buy)	\$ 25.6	02/27/2015(4)	02/27/2024	Common Stock
Performance Units	<u>(8)</u>	02/27/2017	(8)	Common Stock
Stock Option (Right to buy)	\$ 17.34	02/15/2014(4)	02/15/2023	Common Stock
Stock Option (Right to buy)	\$ 24.11	02/03/2013(4)	02/03/2022	Common Stock

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Foutch Randy A 15 W. SIXTH STREET, SUITE 900 TULSA, OK 74119	X		Chairman & CEO				

## **Signatures**

/s/ Kenneth E. Dornblaser as attorney-in-fact for Randy A.

Foutch

02/22/2017

Date

\*\*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) These restricted shares are granted under the Issuer's Omnibus Equity Incentive Plan and will vest in three equal annual installments beginning on the first anniversary date of the grant.
- Represents shares of common stock withheld by the Issuer to satisfy tax withholding obligations of the Reporting Persons in connection with the vesting of a portion of restricted shares previously granted to the Reporting Person under the Issuer's Omnibus Equity Incentive Plan
  - By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Mr. Foutch may be deemed to be a beneficial owner of the 360,148 shares of common stock of the Issuer held by the Foutch Family Trusts, the 500 shares of
- (3) common stock of the Issuer held by his daughter and the 450,928 shares of common stock held by Lariat Ranch LLC. Pursuant to Rule 16a-1(a)(4) of the Exchange Act, Mr. Foutch herein states that this Form 4 shall not be deemed an admission that he is the beneficial owner of such shares of common stock. Mr. Foutch disclaims beneficial ownership of the common stock of the Issuer, except to the extent that he has a pecuniary interest in such shares of common stock.
- (4) This stock option was 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.
- 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, 2019. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.
- (6) 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

Reporting Owners 3

#### Edgar Filing: Laredo Petroleum, Inc. - Form 4

shares of common stock granted can range from 0% to 200% of the performance share units.

- 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.
  - These performance share units are granted under the Issuer's 2011 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
- (8) shareholders return measured against an industry peer group, over a three year performance period ending December 31, 2016. The final number of shares of common stock granted can range from 0% to 200% of the performance share units. As their performance criteria were satisfied, 75% of the shares will be issued during the first quarter of 2017 if the February 27, 2017 vesting criteria is satisfied.

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.