

WATSON ROBERT L G

Form 4

March 26, 2010

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Number: 3235-0287  
Expires: January 31,  
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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 \*  
WATSON ROBERT L G

2. Issuer Name **and** Ticker or Trading  
Symbol  
ABRAXAS PETROLEUM CORP  
[AXAS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
18803 MEISNER DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/16/2010

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
President/CEO

SAN ANTONIO, TX 78258

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  
Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not  
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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)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares		
Employee Stock Option	\$ 2.09	03/16/2010	A		90,000		03/16/2011 <sup>(1)</sup>	03/16/2020	Abraxas Common Stock	90,000		
Employee Stock Option	\$ 0.99						03/17/2010	03/17/2019	Abraxas Common Stock	125,000		
Employee Stock Option	\$ 1.75						10/05/2010	10/05/2019	Abraxas Common Stock	267,000		
Employee Stock Option	\$ 3.6						08/28/2011	08/28/2017	Abraxas Common Stock	41,600		
Employee Stock Option	\$ 4.59						09/13/2009	09/13/2015	Abraxas Common Stock	100,000		
Employee Stock Option	\$ 0.65						11/22/2006	11/22/2012	Abraxas Common Stock	90,000		
Employee Stock Option	\$ 2.21						09/17/2005	09/17/2011	Abraxas Common Stock	6,800		
Employee Stock Option	\$ 0.66						09/17/2005	09/17/2011	Abraxas Common Stock	6,800		
Employee Stock Option	\$ 0.66						03/23/2005	03/23/2011	Abraxas Common Stock	14,200		
Employee Stock Option	\$ 4.83						03/23/2005	03/23/2011	Abraxas Common Stock	14,200		
Employee Stock Option	\$ 4.83						03/23/2005	03/23/2011	Abraxas Common Stock	15,700		
Employee Stock Option	\$ 0.66						03/23/2005	03/23/2011	Abraxas Common Stock	15,700		
	\$ 0.66						05/26/2004	05/26/2010		60,000		

Employee  
Stock  
Option

Abraxas  
Common  
Stock

Employee  
Stock \$ 1.38  
Option

05/26/2004 05/26/2010 Abraxas Common 60,0  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATSON ROBERT L G 18803 MEISNER DRIVE SAN ANTONIO, TX 78258			President/CEO	

## Signatures

Robert L.G.  
Watson 03/26/2010

\_\_Signature of Date  
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) Option vest at 25% per year beginning one year after grant.

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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