Edgar Filing: PIONEER NATURAL RESOURCES CO - Form 4

PIONEER NATURAL RESOURCES CO

Form 4

Common

Common

Stock

Stock

September 09, 2013

| FORM 4 UNIT | | | | OMB AF | PROVAL | |
|---|---|---|---|--|---|--|
| ONII | | CURITIES AND EXCHANGE (Washington, D.C. 20549 | COMMISSION | OMB Number: | 3235-0287 | |
| Check this box if no longer | | | NEDGIJID OF | Expires: | January 31 2005 | |
| subject to Section 16. Form 4 or Form 5 Filed | pursuant to Section 17(a) of the Public | SECURITIES on 16(a) of the Securities Exchang to Utility Holding Company Act of the Investment Company Act of 194 | ge Act of 1934, f 1935 or Section | Estimated a burden hour response | verage | |
| (Print or Type Responses) | | | | | | |
| 1. Name and Address of Report SHEFFIELD SCOTT D | Syml PIO | ossuer Name and Ticker or Trading bol NEER NATURAL SOURCES CO [PXD] | 5. Relationship of I Issuer (Check | Reporting Pers | | |
| (Last) (First) 5205 N. O'CONNOR BL SUITE 200 | (Mor | atte of Earliest Transaction ath/Day/Year) 21/2013 | Director Officer (give to below) Chain | | Owner r (specify | |
| (Street) IRVING, TX 75039 | | Amendment, Date Original (Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| (City) (State) | (Zip) | | Person | D (* ' 11 | 0 1 | |
| 1.Title of Security (Month/Day/Ye (Instr. 3) | Date 2A. Deemed | Code (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | | | 22,009 (1) | I | 401(k) Family | |

Trust

(Officer Trustee) Family Trust

(Spouse

Trustee)

30,000

30,000

Ι

I

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| Common Stock | 08/21/2013 | G | V : | 5,000 | D | \$ 0 | 637,217 | D |
|-----------------|------------|------|-----|-------|---|----------------|---------|---|
| Common Stock | 09/05/2013 | S(2) | , | 3,321 | D | \$ 182.3396 | 633,896 | D |
| Common Stock | 09/05/2013 | S(3) | (| 6,000 | D | \$ 183.4278 | 627,896 | D |
| Common Stock | 09/05/2013 | S(4) | | 679 | D | \$ 184.3429 | 627,217 | D |

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)

> 9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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) | 4. Transa Code (Instr. | etion | 5. aNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) |
|---|---|---|---------------------------------|-------|--|---------------------|--------------------|-------|--|---|
| | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| SHEFFIELD SCOTT D | | | | | | | |

5205 N. O'CONNOR BLVD., SUITE 200

Chairman & CEO

IRVING, TX 75039

Signatures

Mark H. Kleinman, Attorney-in-Fact For Scott D. 09/09/2013 Sheffield

> **Signature of Reporting Person Date

2 Reporting Owners

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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) Consists of shares beneficially owned as a result of reporting person's ownership of units in the Pioneer Natural Resources USA, Inc. 401(k) Plan
- This transaction was executed in multiple trades at prices ranging from \$181.96 to \$182.94. The price reported above reflects the weighted average sale price. The reporting person will provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$182.95 to \$183.93. The price reported above reflects the weighted average sale price. The reporting person will provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$183.96 to \$184.52. The price reported above reflects the weighted average sale price. The reporting person will provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.