

Denny Mark David  
 Form 3  
 April 09, 2019

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |                                                                        |
| Denny Mark David                          |         | (Month/Day/Year)                     | Laredo Petroleum, Inc. [LPI]                                               |                                                                        |
| (Last)                                    | (First) | (Middle)                             | 04/02/2019                                                                 |                                                                        |
| 15 WEST 6TH STREET, SUITE 900             |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)                                                     |                                                                        |
| TULSA, OK 74119                           |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|                                           |         |                                      | SVP, Gen. Counsel & Secretary                                              | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock                    | 36,798                                                | D                                                        | ^                                                     |
| Common Stock                    | 2,269 <sup>(1)</sup>                                  | D                                                        | ^                                                     |
| Common Stock                    | 15,780 <sup>(2)</sup>                                 | D                                                        | ^                                                     |
| Common Stock                    | 75,342 <sup>(3)</sup>                                 | D                                                        | ^                                                     |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br><small>(Month/Day/Year)</small> |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of<br>Indirect Beneficial<br>Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|-----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|
|                                               | Date Exercisable                                                              | Expiration<br>Date | Title                                                                                | Amount or<br>Number of<br>Shares |                                                                       |                                                                                                         |                                                                |
| Stock Option (Right to buy)                   | 02/19/2017 <sup>(4)</sup>                                                     | 02/19/2026         | Common Stock                                                                         | 26,770                           | \$ 4.1                                                                | D                                                                                                       | Â                                                              |
| Stock Option (Right to buy)                   | 02/17/2018 <sup>(4)</sup>                                                     | 02/17/2027         | Common Stock                                                                         | 10,093                           | \$ 14.12                                                              | D                                                                                                       | Â                                                              |
| Performance Units                             | 02/17/2020 <sup>(5)</sup>                                                     | Â <sup>(5)</sup>   | Common Stock                                                                         | 13,345                           | \$ <sup>(5)</sup>                                                     | D                                                                                                       | Â                                                              |
| Performance Units                             | 02/16/2021 <sup>(6)</sup>                                                     | Â <sup>(6)</sup>   | Common Stock                                                                         | 23,551                           | \$ <sup>(6)</sup>                                                     | D                                                                                                       | Â                                                              |
| Performance Units                             | 02/28/2022 <sup>(7)</sup>                                                     | Â <sup>(7)</sup>   | Common Stock                                                                         | 75,342                           | \$ <sup>(7)</sup>                                                     | D                                                                                                       | Â                                                              |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |                                 |       |
|------------------------------------------------------------------------|---------------|-----------|---------------------------------|-------|
|                                                                        | Director      | 10% Owner | Officer                         | Other |
| Denny Mark David<br>15 WEST 6TH STREET<br>SUITE 900<br>TULSA, OK 74119 | Â             | Â         | Â SVP, Gen. Counsel & Secretary | Â     |

## Signatures

/s/ Mark Denny                      04/09/2019  
\*\*Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 represent the last unvested tranche of the grant.
- (2) These restricted shares are granted under the Issuer's Omnibus Equity Incentive Plan and represent the last two unvested tranches of the grant.
- (3) 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.
- (4) This stock option was granted under the Issuer's Omnibus Equity Incentive Plan and becomes 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 shareholder return measured against an industry peer group, over a three-year performance period ending December

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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 (i) the Issuer's total shareholder return measured against an industry peer group, (ii) on an absolute share return basis and (iii) based on a return on average capital employed metric, over a three-year performance period ending December 31, 2020. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

- (7) 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, cash, or a combination of common stock and cash, to be determined at the discretion of the Issuer's Compensation Committee, based upon (i) the Issuer's total shareholder return measured against an industry peer group, (ii) on an absolute share return basis and (iii) based on a return on average capital employed metric, over a three-year performance period ending December 31, 2021. 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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