#### HOOPER LAWRENCE L JR

Form 4

January 17, 2012

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

**OMB APPROVAL** 

Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction

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

response...

burden hours per

1(b).

(Print or Type Responses)

01/12/2012

1. Name and Address of Reporting Person * HOOPER LAWRENCE L JR	2. Issuer Name and Ticker or Trading Symbol PETROLEUM & RESOURCES CORP [PEO]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle) 7 ST PAUL STREET, STE 1140	3. Date of Earliest Transaction (Month/Day/Year) 12/27/2011	Director 10% Owner Officer (give title Other (specify below) VP, Gen'l Counsel & Sec'y			
(Street)	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			
BALTIMORE, MD 21202		Form filed by More than One Reporting			

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3, 4 and 5) Form: Direct Beneficial (Instr. 3) Code Beneficially Owned (Month/Day/Year) (Instr. 8) (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price By Issuer's Common \$ 0 (1) 12/31/2011 V 308 4,237 Ι Stock **Thrift** Plan Trust Common 12/31/2011 J V 156 $$0^{(2)}$ 6,158 D A Stock Common 01/12/2012 D 405 D 5,753 D Stock Common 01/12/2012 F 396 D 5,357 D Stock 25.075

1.349

A

 $\$ 0 \frac{(3)}{}$ 

6,706

D

A

#### Edgar Filing: HOOPER LAWRENCE L JR - Form 4

Common Stock

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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

HOOPER LAWRENCE L JR 7 ST PAUL STREET STE 1140 **BALTIMORE, MD 21202** 

VP, Gen'l Counsel & Sec'y

### **Signatures**

Lawrence L. 01/17/2012 Hooper, Jr.

\*\*Signature of Reporting Date 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) The number of shares reported as held by the Issuer's Thrift Plan Trust represents the undersigned's proportionate beneficial interest in such stock held in the Trust. Such number is based on information as of December 31, 2011. This number reflects periodic contributions made during 2011, shares acquired by the Trustee through dividend reinvestment, and changes in the number of shares previously reported due to fluctuations in the market price and interests in the Trust. Shares were acquired by the Trustee at various times during

Reporting Owners 2

### Edgar Filing: HOOPER LAWRENCE L JR - Form 4

- 2011. The Issuer's stock traded in a range of \$20.84-31.47 during 2011.
- (2) These shares were acquired in exempt transactions as a result of dividend reinvestment. The Issuer's stock traded in a range of \$20.84-31.47 during 2011.
- (3) N/A. Restricted Stock Grant. Shares will vest in 2015.

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.