SM Energy Co Form 4 October 07, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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

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 30(h) of the Investment Company Act of 1940

1(b).

Common

Par Value

Stock: \$.01 10/05/2015

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Ottoson Javan D			2. Issuer Name and Ticker or Trading Symbol SM Energy Co [SM]				ng	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ansaction			(Cliec	к ан аррисаоте	,	
1775 SHER 1200	MAN STREET	, SUITE	(Month/E 10/05/2	ay/Year)				_X_ Director _X_ Officer (give below)		Owner er (specify	
	(Street)		4. If Ame	ndment, Da	te Original			6. Individual or Jo	oint/Group Filin	g(Check	
DENVER, (City)	CO 80203 (State)	(Zip)	·	nth/Day/Year	,	Securi	ities Acar	Applicable Line) _X_ Form filed by O _ Form filed by N Person uired, Disposed of	More than One Re	porting	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	med on Date, if	3. Transactio	4. Securit or(A) or Dis (Instr. 3, 4	ies Ac	equired l of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial	
		(Month/l	Day/Year)	(Instr. 8) Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock; \$.01 Par Value	10/05/2015			M	10,000	D	<u>(1)</u>	128,380	D		

4,659

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

F

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123,721

D

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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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. I De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	10/05/2015		M	10,000	<u>(1)</u>	<u>(1)</u>	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
Ottoson Javan D 1775 SHERMAN STREET SUITE 1200 DENVER, CO 80203	X		President & CEO				

Signatures

Karin M. Writer (Attorney-In-Fact) 10/06/2015

**Signature of Reporting Person Dat

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) Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vested on October 3, 2015. The vested shares were issued to the reporting person on October 5, 2015, at which time all restrictions on the vested shares lapsed.

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.

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