

Buterbaugh Richard C  
Form 4  
February 20, 2019

# FORM 4

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

Check this box  
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

**OMB APPROVAL**

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Buterbaugh Richard C

(Last) (First) (Middle)

15 W. SIXTH STREET, SUITE 900

(Street)

TULSA, OK 74119

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Laredo Petroleum, Inc. [LPI]

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

02/15/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 02/15/2019                              |                                                             | F                                    | (A)<br>or<br>(D)<br>32,663<br>(1) D                                     | \$<br>3.86<br>405,979                                                                                              | D                                                                    |                                         |
| Common<br>Stock                       | 02/19/2019                              |                                                             | F                                    | (A)<br>or<br>(D)<br>8,665<br>(1) D                                      | \$<br>3.76<br>397,314                                                                                              | D                                                                    |                                         |
| Common<br>Stock                       | 02/19/2019                              |                                                             | M                                    | (A)<br>or<br>(D)<br>0 (2) A                                             | \$ 0<br>397,314                                                                                                    | 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  
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SEC 1474  
(9-02)

number.

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date Exercisable<br>Expiration Date                            | Title<br>Amount<br>Number<br>Shares                                 |
| Performance<br>Units                                | (3)                                                                |                                         |                                                             |                                      |                                                                                                                    | 02/16/2021 (3)                                                 | Common<br>Stock 157,00                                              |
| Stock Option<br>(Right to<br>buy)                   | \$ 14.12                                                           |                                         |                                                             |                                      |                                                                                                                    | 02/17/2018(4) 02/17/2027                                       | Common<br>Stock 52,75                                               |
| Performance<br>Units                                | (5)                                                                |                                         |                                                             |                                      |                                                                                                                    | 02/17/2020 (5)                                                 | Common<br>Stock 69,75                                               |
| Stock Option<br>(Right to<br>buy)                   | \$ 4.1                                                             |                                         |                                                             |                                      |                                                                                                                    | 02/19/2017(4) 02/19/2026                                       | Common<br>Stock 137,33                                              |
| Performance<br>Units                                | (2)                                                                | 02/19/2019                              |                                                             | M                                    | 0                                                                                                                  | 02/19/2019 (2)                                                 | Common<br>Stock 0                                                   |
| Stock Option<br>(Right to<br>buy)                   | \$ 11.93                                                           |                                         |                                                             |                                      |                                                                                                                    | 02/27/2016(4) 02/27/2025                                       | Common<br>Stock 74,35                                               |
| Stock Option<br>(Right to<br>buy)                   | \$ 25.6                                                            |                                         |                                                             |                                      |                                                                                                                    | 02/27/2015(4) 02/27/2024                                       | Common<br>Stock 42,53                                               |
| Stock Option<br>(Right to<br>buy)                   | \$ 17.34                                                           |                                         |                                                             |                                      |                                                                                                                    | 02/15/2014(4) 02/15/2023                                       | Common<br>Stock 42,96                                               |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships                    |
|-------------------------------------------------------|----------------------------------|
|                                                       | Director 10% Owner Officer Other |
| Buterbaugh Richard C<br>15 W. SIXTH STREET, SUITE 900 | Executive Vice President & CFO   |

TULSA, OK 74119

## Signatures

/s/ Kenneth E. Dornblaser as attorney-in-fact for Richard C.  
Buterbaugh

02/20/2019

\_\_Signature of Reporting Person

Date

## 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).

Represents shares of common stock withheld by the Issuer to satisfy tax withholding obligations of the Reporting Person in connection  
(1) with the vesting of a portion of restricted shares previously granted to the Reporting Person under the Issuer's Omnibus Equity Incentive Plan.

The performance share units were granted under the Issuer's Omnibus Equity Incentive Plan and were originally reported on a Form 4 filed by the Issuer on May 27, 2016. Each performance unit represented a share of common stock. The performance units vested on  
(2) February 19, 2019, and became payable in common stock based upon the Issuer's total shareholders return measured against an industry peer group, over a three-year performance period ending December 31, 2018. Based on the actual market criteria, 0% of the 172,190 performance units were issued, resulting in the issuance of 0 shares of common stock.

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 shareholders  
(3) return measured (i) 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.

This stock option was granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four  
(4) anniversaries of the date of the grant.

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 shareholders  
(5) return measured against an industry peer group, over a three-year performance period ending December 31, 2019. 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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