## Edgar Filing: SM Energy Co - Form 4

SM Energy Co Form 4											
August 11, 201	4										
FORM 4	4	~		~					APPROVAL		
	UNITED	STATES S			AND EX( , D.C. 20		COMMISSION	N OMB Number:	3235-028	57	
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations may continu- <i>See</i> Instructi 1(b).	<b>STATEN</b> Filed pur e. Section 17(									Expires: January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type Resp	ponses)										
1. Name and Adda Solomon Mark	ress of Reporting	S	Symbol	er Name <b>an</b> e ergy Co [	d Ticker or SM]	Trading	5. Relationship o Issuer				
(Last)	(First) (I	Middle) 3	3. Date o	of Earliest T	ransaction		(Check all applicable)				
1775 SHERMA 1200	AN STREET,		Month/I 08/11/2	Day/Year) 2014			Director X Officer (gives below) VP, Co		% Owner her (specify Sec.		
(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					
DENVER, CO	80203						Form filed by Person	More than One I	<i>keporting</i>		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned		
	Fransaction Date onth/Day/Year)	2A. Deemed Execution D any (Month/Day	ate, if	Code		(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report	on a separate line	e for each clas	ss of sec	urities bene	ficially owr	ed directly	or indirectly.				
					Person inform require	ns who restation cont ed to respo ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivat
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Securit

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr. :			
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	08/11/2014		А	832		<u>(1)</u>	<u>(1)</u>	Common Stock	832	\$ C

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Solomon Mark T 1775 SHERMAN STREET SUITE 1200 DENVER, CO 80203			VP, Controller & Asst. Sec.					
Signatures								
Karin M. Writer (Attorney-In-Fact)		08/11/2014						
**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).
- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests in three equal (1) annual installments beginning July 1, 2015. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

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.