MILLER ENERGY RESOURCES, INC.

Form 4

December 17, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

See Instruction 1(b).

(Last)

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obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Giesler Carl Fredrick

Symbol MILLER ENERGY RESOURCES.

(Check all applicable)

(Middle)

3. Date of Earliest Transaction

X Director 10% Owner X_ Officer (give title

(Month/Day/Year)

INC. [MILL]

12/16/2014

Other (specify below)

Chief Executive Officer

9721 COGDILL ROAD, SUITE 302

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

(Instr. 3, 4 and 5)

(A)

Filed(Month/Day/Year)

(Instr. 8)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

(Instr. 4)

Person

KNOXVILLE, TN 37932

(State) (Zip)

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

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4)

Following Reported

Owned

Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

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

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
10.75% Series C Cumulative Redeemable Preferred Stock	\$ 10 <u>(1)</u>	12/16/2014		P		10,500		12/16/2014	(2)	Common Stock	26,250 (3)

Reporting Owners

Reporting Owner Name / Address	Relationships							
Topolonia o Hiner Humo / Humoss	Director	10% Owner	Officer	Other				
Giesler Carl Fredrick 9721 COGDILL ROAD SUITE 302 KNOXVILLE, TN 37932	X		Chief Executive Officer					

Signatures

/s/ Carl F.
Giesler

**Signature of Reporting Person

12/17/2014

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 share of Series C Preferred Stock shall be convertible at any time at the option of the holder into that number of whole shares of common stock equal to \$25.00 per share, plus accrued and unpaid dividends, divided by an initial conversion price of \$10.00, as may be adjusted.
- (2) The 10.75% Series C Cumulative Redeemable Preferred Stock has no expiration date.
- As of the date of issuance (assuming no accrued and unpaid dividends and no adjustments to the conversion price), 10,500 shares of 10.75% Series C Cumulative Redeemable Preferred Stock would have been convertible into 26,250 shares of Common Stock.

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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