Edgar Filing: WPX ENERGY, INC. - Form 4

WPX ENER	GY, INC.										
Form 4											
May 23, 201	6										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE C							OMB APPROVAL				
Was				RITIES AND EXCHANGE COMMISSIO shington, D.C. 20549					OMB Number:	3235-0287	
Check thi if no long	or									January 31, 2005	
subject to		STATEMENT OF CHANGES IN BENEFICIAL OWNE							Estimated a	ated average	
Section 16.				SECURITIES					burden hours per		
Form 4 or Form 5		report to	Section 1	6(a) of the	. Socuritio	ecurities Exchange Act of 1934,				0.5	
obligation	¹⁸ Section 17						•	1935 or Section	n		
may cont	inue.			•	Company				.1		
See Instru 1(b).	iction	50(11)		, connent	company	1100 (51 17 1	0			
(Print or Type F	Responses)										
	11 65	D *						5 5 1 1. 6			
	ddress of Reporting	g Person _		er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
Muncrief Richard E Symbo				nbol PX ENERGY, INC. [WPX]							
WPA			WPAE	NEKGY,	INC. $[WP]$	ΛJ		(Check all applicable)			
(Month/E			te of Earliest Transaction				N D'	100	0		
				onth/Day/Year) /19/2016				X Director 10% Owner X Officer (give title Other (specify			
5500 ONE 1			03/19/2	010				below)	below)		
									dent and CEO		
			nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check				
Filed(Mon							Applicable Line) _X_ Form filed by One Reporting Person				
TULSA, OK	74172							Form filed by M			
								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curiti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da		med	3.	4. Securitie			5. Amount of	6. Ownership		
Security	(Month/Day/Year		n Date, if					Securities	Form: Direct		
(Instr. 3)	any (Month/Day/Yea			Code (Instr. 3, 4 and 5) r) (Instr. 8)				Beneficially Owned	· · /	Beneficial Ownership	
		× ·	<i>,</i>					Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				~		or		(Instr. 3 and 4)			
Common				Code V	Amount 240,000	(D)	Price				
Stock	05/19/2016			А	<u>(1)</u>	А	\$0	712,081	D		
STOCK					<u> </u>						

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 required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exer	cisable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration D	ate	Underlying S	Securities
Security	or Exercise		any	Code	Securities	(Month/Day	Year)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
	Derivative				Disposed of (D)				
	Security				(Instr. 3, 4, and				
					5)				
						Date	Expiration	Title	Amount or Number of
				Code V	(A) (D)	Exercisable	Date		Shares
Restricted Stock Units (2)	<u>(3)</u>	05/19/2016		А	360,000	(4)	(4)	Common Stock	360,000 (3)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Muncrief Richard E 3500 ONE WILLIAMS CENTER TULSA, OK 74172	Х		President and CEO				
0.							

Signatures

By Stephen E. Brilz, Attorney-in-Fact for Richard E. Muncrief

**Signature of Reporting 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) Subject to the applicable award agreement, this award vests in the following increments: 80,000 on March 2, 2017, 80,000 on March 2, 2018, and 80,000 on March 2, 2019.
- (2) Vesting of performance-based awards are subject to compensation committee certification that the Company has met a three-year performance measure, which is based on total shareholder return with absolute and relative dependent measures.

Each performance-based restricted stock unit represents a contingent right to receive a share of common stock, subject to adjustment(3) based on the applicable award agreement and compensation committee certification that the Company has met the three-year performance measure.

(4) Subject to the applicable award agreement and compensation committee certification that the Company has met the applicable three-year performance measure, this award vests on March 2, 2019.

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.

05/23/2016

Date

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