

Foutch Randy A
Form 4
February 20, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Foutch Randy A

2. Issuer Name and Ticker or Trading Symbol
Laredo Petroleum, Inc. [LPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
15 W. SIXTH STREET, SUITE 900

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

(Street)
TULSA, OK 74119

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

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/15/2019		F	72,988 (1) D \$ 3.86	1,194,734	D	
Common Stock	02/19/2019		F	27,395 (1) D \$ 3.76	1,167,339	D	
Common Stock	02/19/2019		M	0 (2) A \$ 0	1,167,339	D	
Common Stock					451,340	I	By Lariat Ranch LLC (3)
Common Stock					90,037	I	By Foutch Family

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Common Stock	90,037	I	Trust A ⁽³⁾ By Foutch Family Trust B ⁽³⁾
Common Stock	90,037	I	By Foutch Family Trust C ⁽³⁾
Common Stock	90,037	I	By Foutch Family Trust D ⁽³⁾
Common Stock	500	I	By Daughter ⁽³⁾
Common Stock	46,838	I	Jeanine Marie Foutch Revocable Trust

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Performance Units	<u>(4)</u>					02/16/2021	<u>(4)</u>	Common Stock	348,21
Stock Option (Right to buy)	\$ 14.12					02/17/2018 ⁽⁵⁾	02/17/2027	Common Stock	119,82
Performance Units	<u>(6)</u>					02/17/2020	<u>(6)</u>	Common Stock	158,43

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extent that he has a pecuniary interest in such 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 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.

- (4)
- (5) 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 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 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.

- (6)

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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