

SM Energy Co
Form 4
July 06, 2017

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 *
Whitcomb David J.

(Last) (First) (Middle)
1775 SHERMAN STREET, SUITE 1200
(Street)

DENVER, CO 80203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SM Energy Co [SM]

3. Date of Earliest Transaction (Month/Day/Year)
07/03/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP-Marketing

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock; \$.01 Par Value	12/30/2016		J ⁽¹⁾	V	75 A \$ 23.868	46,618	D
Common Stock; \$.01 Par Value	06/30/2017		J ⁽²⁾	V	203 A \$ 14.05	46,821	D
Common Stock; \$.01 Par Value	07/03/2017		M		288 A (3)	47,109	D
Common Stock; \$.01	07/03/2017		F		93 D \$ 16.53	47,016	D

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Par Value

Common
Stock; \$.01 07/03/2017 M 477 A (4) 47,493 D
Par Value

Common
Stock; \$.01 07/03/2017 F 153 D \$ 16.53 47,340 D
Par Value

Common
Stock; \$.01 07/03/2017 M 682 A (5) 48,022 D
Par Value

Common
Stock; \$.01 07/03/2017 F 219 D \$ 16.53 47,803 D
Par Value

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 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)	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(3)</u>	07/03/2017		M	288	<u>(3)</u> <u>(3)</u>	Common Stock	288 <u>(3)</u>
Restricted Stock Units	<u>(4)</u>	07/03/2017		M	477	<u>(4)</u> <u>(4)</u>	Common Stock	477 <u>(4)</u>
Restricted Stock Units	<u>(5)</u>	07/03/2017		M	682	<u>(5)</u> <u>(5)</u>	Common Stock	682 <u>(5)</u>

