PostRock Energy Corp Form 4 June 11, 2015

Check this box

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** 

obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person \* **Edwards Clark** 

2. Issuer Name and Ticker or Trading Symbol

(Middle)

5. Relationship of Reporting Person(s) to Issuer

(First)

PostRock Energy Corp [PSTR]

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

210 PARK AVE. STE. 2750

3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner X\_ Officer (give title Other (specify below)

04/02/2015

below) Vice President-Operations

(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 Form filed by More than One Reporting

(Instr. 4)

Person

OKLAHOMA CITY, OK 73102

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)

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

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

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

(Instr. 4)

(9-02)

Reported Transaction(s)

Code V Amount (D) Price

(A)

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 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)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securitie (Instr. 3 and 4)

#### Edgar Filing: PostRock Energy Corp - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Dispose	ed (A) or ed of (D) 3, 4, and 5)				
				Code	V (A	(D)	) Date Exercisable	Expiration Date	Title	Amour Number Shares
Employee Stock (Option to Buy)	\$ 1.84	04/02/2015		A	37,9	935	<u>(1)</u>	04/02/2020	Common Stock	37,9
Phantom Stock	<u>(2)</u>	04/02/2015		A	23,70	9.23	(2)	(2)	Common Stock	23,70

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Edwards Clark 210 PARK AVE. STE. 2750 OKLAHOMA CITY, OK 73102

Vice President-Operations

**Signatures** 

Clark Edwards by Casey E. Bigelow, power of attorney

06/11/2015

\*\*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).
- (1) This option vests in three equal annual installments beginning on 04/02/2016.
- The shares of phantom stock vest in three equal annual installments beginning on the first anniversary of the grant date. The vested shares of phantom stock become payable in cash or common stock (with any fractional shares paid in cash), at the election of the recipient, following the occurrence of qualifying distribution events specified in the plan. Each share of phantom stock is issued under the issuer's deferred compensation plan and is the economic equivalent of one share of common stock.
- (3) The number of derivative securities beneficially owned following the reported transaction also reflects a 10:1 reverse stock split of the issuer's common stock, which became effective on January 2, 2015.

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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