

Beyer Michael T
 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 *
 Beyer Michael T

(Last) (First) (Middle)

15 W. SIXTH STREET, SUITE 900

(Street)

TULSA, OK 74119

(City) (State) (Zip)

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

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

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 - Controller & CAO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock | 02/15/2019 | | F | | 9,119 <u>(1)</u> \$ 3.86 | D | D |
| Common Stock | 02/19/2019 | | F | | 2,394 <u>(1)</u> \$ 3.76 | D | D |
| Common Stock | 02/19/2019 | | M | | 0 <u>(2)</u> \$ 0 | A | D |

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

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number.

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 or Number of Shares |
| Performance Units | (3) | | | | | 02/16/2021 | (3) | Common Stock | 34,662 |
| Stock Option (Right to buy) | \$ 14.12 | | | | | 02/17/2018(4) | 02/17/2027 | Common Stock | 15,019 |
| Performance Units | (5) | | | | | 02/17/2020 | (5) | Common Stock | 19,858 |
| Stock Option (Right to buy) | \$ 4.1 | | | | | 02/19/2017(4) | 02/19/2026 | Common Stock | 39,133 |
| Performance Units | (2) | 02/19/2019 | | M | 0 | 02/19/2019 | (2) | Common Stock | 0 |
| Stock Option (Right to buy) | \$ 11.93 | | | | | 02/27/2016(4) | 02/27/2025 | Common Stock | 21,188 |
| Stock Option (Right to buy) | \$ 17.34 | | | | | 02/15/2014(4) | 02/15/2023 | Common Stock | 13,077 |
| Stock Option (Right to buy) | \$ 24.11 | | | | | 02/03/2013(4) | 02/03/2022 | Common Stock | 2,617 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

VP - Controller & CAO

Beyer Michael T
15 W. SIXTH STREET, SUITE 900
TULSA, OK 74119

Signatures

/s/ Kenneth E. Dornblaser, as attorney-in-fact for Michael T.
Beyer

02/20/2019

**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).

Represents shares of common stock withheld by the Issuer to satisfy tax withholding obligations of the Reporting Person in connection
(1) with the vesting of a portion of restricted shares previously granted to the Reporting Person under the Issuer's Omnibus Equity Incentive Plan.

The performance share units were granted under the Issuer's Omnibus Equity Incentive Plan and were originally reported on a Form 4
filed by the Issuer on May 27, 2016. Each performance unit represented a share of common stock. The performance units vested on
(2) February 19, 2019, and became payable 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, 2018. Based on the actual market criteria, 0% of the 49,065
performance units were issued, resulting in the issuance of 0 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
(3) 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.

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
(4) 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
(5) 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.

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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