

Sanchez Energy Corp
Form 3
June 25, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Sanchez Management Corp | | (Month/Day/Year) | Sanchez Energy Corp [SN] | |
| (Last) | (First) | (Middle) | 06/19/2012 | |
| 1920 SANDMAN STREET | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| LAREDO,Â TXÂ 78041 | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 2,019,333 | I | By San Juan Oil & Gas No. 2, Ltd. ⁽¹⁾ |
| Common Stock | 2,019,333 | I | By Sanexco, Ltd. ⁽²⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|------------------------|---|
|---------------------|--------------------|-------|----------------------------------|------------------------|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Sanchez Management Corp 1920 SANDMAN STREET LAREDO, TX 78041 | ^ | ^ X | ^ | ^ |

Signatures

See Remarks 06/21/2012

**Signature of
Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares are owned directly by San Juan Oil & Gas No. 2, Ltd. San Juan Oil & Gas No. 2, Ltd. is controlled by its general partner, Sanchez Management Corporation. Sanchez Management Corporation is managed by A. R. Sanchez, Jr. Each of Sanchez Management Corporation and A. R. Sanchez, Jr. may be deemed to share voting and dispositive power over the shares held by San Juan Oil & Gas No. 2, Ltd. Each of Sanchez Management Corporation and A. R. Sanchez, Jr. disclaims beneficial ownership of these securities except to the extent of its or his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership by Sanchez Management Corporation or A. R. Sanchez, Jr. of the reported securities for purposes of Section 16 or any other purpose.

(2) These shares are owned directly by Sanexco, Ltd. Sanexco, Ltd. is controlled by its general partner, Sanchez Management Corporation. Sanchez Management Corporation is managed by A. R. Sanchez, Jr. Each of Sanchez Management Corporation and A. R. Sanchez, Jr. may be deemed to share voting and dispositive power over the shares held by Sanexco, Ltd. Each of Sanchez Management Corporation and A. R. Sanchez, Jr. disclaims beneficial ownership of these securities except to the extent of its or his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership by Sanchez Management Corporation or A. R. Sanchez, Jr. of the reported securities for purposes of Section 16 or any other purpose.

^

Remarks:

/s/ A. R. Sanchez, Jr., Signed in the following capacities: A. R. Sanchez, Jr. is signing in his

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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