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Neese Jay F Form 4 February 16 FORN Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst 1(b).	5, 2011 A 4 UNITED his box his box his box state 16. or Filed pur Section 176	MENT OF CH rsuant to Section (a) of the Public	CURITIES AND EXCHANGE Washington, D.C. 20549 ANGES IN BENEFICIAL OV SECURITIES on 16(a) of the Securities Exchan c Utility Holding Company Act of e Investment Company Act of 19	WNERSHIP OF ge Act of 1934, of 1935 or Sectio	OMB Number: Expires: Estimated burden ho response.	ours per	
1. Name and Address of Reporting Person <u>*</u> Neese Jay B			ssuer Name and Ticker or Trading pol P RESOURCES, INC. [QEP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1050 17TH STREET, SUITE 500			te of Earliest Transaction th/Day/Year) 4/2011	Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President			
			Amendment, Date Original (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 Person			
(City)	(State)	(Zip)	Fable I - Non-Derivative Securities Advised to the securities of the se		f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3.4. Securities AcquiredifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/14/2011		F 1,427 D \$ 38.51	104,357 <u>(1)</u>	D		
Common Stock				28,377.5436 (2)	Ι	Employee Investment Plan	

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0					<u>(3)</u>	<u>(3)</u>	Phantom Stock Units	0	
Stock Option	\$ 9.19					08/11/2003	02/11/2013	Common Stock	0	
Stock Option	\$ 23.98					<u>(4)</u>	03/05/2016	Common Stock	0	
Stock Option	\$ 27.55					(5)	03/05/2017	Common Stock	0	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Neese Jay B 1050 17TH STREET, SUITE 500 DENVER, CO 80265			Executive Vice President			
Signatures						
Abigail L. Jones, Attorney in Fact	02/16/2011					
**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) I received a distribution of formerly restricted shares of stock and made an advance election to satisfy my tax payment obligations by selling shares to QEP.
- (2) As of February 14, 2011, I have 28,377.5436 equivalent shares of stock in QEP's Employee Investment Plan. The number of equivalent shares will fluctuate as QEP's stock price changes; this fluctuation does not reflect any transactions that should be reported.

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Vested shares of phantom stock units will be payable in cash on the date of, or at a designated anniversary date following, the first to (3) occur of the reporting person's (i) separation from service from QEP (subject to 6-month delay if necessary to comply with IRC 409A), (ii) death or (iii) disability, pursuant to the QEP Resources, Inc. Deferred Compensation Wrap Plan.

- (4) The option vests in three annual installments which began on March 5, 2010.
- (5) The option vests in three annual installments beginning on March 5, 2011, subject to accelerated vesting upon the occurrence of certain events as set forth in the award agreement.

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.