BEST ANTHONY JAMES

Form 4

August 03, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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

obligations

may continue.

See Instruction

Check this box

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

1(b).

Common

Stock, \$.01

08/01/2012

(Print or Type Responses)

(11mt of Type	(Caponaca)									
1. Name and Address of Reporting Person * BEST ANTHONY JAMES			2. Issuer Name and Ticker or Trading Symbol SM Energy Co [SM]				,	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First) (Middle)	3. Date of Earliest Transaction				(Check all applicable)			
1775 SHERMAN STREET, SUITE 1200			(Month/Day/Year) 08/01/2012					X Director 10% Owner Officer (give title Other (specify below) CEO & President		
(Street) 4. I			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
				Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative So	ecuriti	ies Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Pate 2A. Deemed		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, \$.01 Par Value	08/01/2012			M(1)	105,000	A	(1)	180,326	D	
Common Stock, \$.01 Par Value	08/01/2012			F	43,136	D	\$ 47.3	137,190	D	
Common Stock, \$.01 Par Value	08/01/2012			M	9,999	A	(2)	147,189	D	

F

4,108

D

\$

47.3

143,081

D

Par Value

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.

(9-02)

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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Underlying (Instr. 3 and
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Performance Share Award	<u>(1)</u>	08/01/2012		M(1)	105,000	08/01/2012(1)	08/01/2012(1)	Common Stock
Restricted Stock Units	<u>(2)</u>	08/01/2012		M	9,999	08/01/2012	08/01/2012	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BEST ANTHONY JAMES							
1775 SHERMAN STREET	X	CEO & Presiden					
SUITE 1200	Λ		CLO & Freshucin				
DENVER, CO 80203							

Signatures

Karin M. Writer 08/03/2012 (Attorney-In-Fact)

**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).

On August 1, 2012, the issuer issued 105,000 shares of common stock to the reporting person to settle a grant of performance share awards (the "PSAs") reported in a Form 4 for the reporting person filed on July 24, 2012. The PSAs represented the right to receive, upon

(1) the settlement of the PSAs, the determined number of earned shares of the issuer's common stock based on the achievement of performance criteria, to the extent that the PSAs had vested under separate employment service vesting provisions. The PSAs became fully vested and were settled in accordance with their terms on 08/01/2012.

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Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grants vested as follows:

(2) 2,501 shares on 8/1/10, 5,000 shares on 8/1/11 and 9,999 shares on 8/1/12. The vested shares were issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares lapsed.

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.