

Laredo Petroleum, Inc.
Form 4
May 27, 2016

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Buterbaugh Richard C

(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)

05/25/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/25/2016 ⁽¹⁾		A	86,095	A 12.36 ⁽¹⁾	219,952	D

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Stock Option (Right to buy)	\$ 4.1	05/25/2016 ⁽²⁾		A		137,335		02/19/2017 ⁽²⁾	02/19/2026	Common Stock	1,000,000
Performance Units	⁽³⁾	05/25/2016 ⁽³⁾		A		172,190		12/31/2018	⁽³⁾	Common Stock	1,000,000
Stock Option (Right to buy)	\$ 11.93							02/27/2016 ⁽⁴⁾	02/27/2025	Common Stock	
Performance Units	⁽⁵⁾							12/31/2017	⁽⁵⁾	Common Stock	
Stock Option (Right to buy)	\$ 25.6							02/27/2015 ⁽⁴⁾	02/27/2024	Common Stock	
Performance Units	⁽⁶⁾							12/31/2016	⁽⁶⁾	Common Stock	
Stock Option (Right to buy)	\$ 17.34							02/15/2014 ⁽⁴⁾	02/15/2023	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Buterbaugh Richard C 15 W. SIXTH STREET, SUITE 900 TULSA, OK 74119	Executive Vice President & CFO

Signatures

/s/ Kenneth E. Dornblaser as attorney-in-fact for Richard C.
Buterbaugh

05/27/2016

 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)

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On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. These restricted shares are granted under the Issuer's Omnibus Equity Incentive Plan and will vest in three equal annual installments on February 19, 2017, February 19, 2018 and February 19, 2019.

- (2) On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. This stock option is granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of February 19, 2017, February 19, 2018, February 19, 2019 and February 19, 2020.

- (3) On February 19, 2016, the compensation committee of the Issuer's board of directors approved this grant to the Reporting Person, subject to and contingent upon approval by the Issuer's stockholders of an amendment to the Omnibus Equity Incentive Plan at the Issuer's 2016 annual meeting of stockholders to, among other things, increase the number of shares authorized for issuance thereunder. On May 25, 2016, the Issuer's stockholders approved such amendment. 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 return measured against an industry peer group, over a three year performance period ending December 31, 2018. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

- (4) 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 anniversaries of the date of the grant.

- (5) 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 return measured against an industry peer group, over a three year performance period ending December 31, 2017. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

- (6) 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 return measured against an industry peer group, over a three year performance period ending December 31, 2016. 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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