McDaniel Stephen James
Form 4
June 12, 2018

FORM 4

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

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

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 Number:	3235-0287
Expires:	January 31, 2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
McDaniel Stephen James

(Last) (First) (Middle)

400 N. SAM HOUSTON PARKWAY E., SUITE 1200

(Street)

HOUSTON, TX 77060

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ULTRA PETROLEUM CORP [UPL]

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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 (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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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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)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	06/08/2018		A		198,864		(2)	(2)	Common Stock	198,864
Restricted Stock Units	(3)	06/08/2018		A		9,470		(4)	(4)	Common Stock	9,470

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDaniel Stephen James 400 N. SAM HOUSTON PARKWAY E. SUITE 1200 HOUSTON, TX 77060	X			

Signatures

/s/ Jeanette T. Bowen	06/12/2018
**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) As compensation for service on the board of directors of the Company as an independent, outside director, the Reporting Person received an award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of common stock of the Company.

(2) The restricted stock units are time-based and will vest, if at all, in three equal annual installments beginning on May 25, 2019. The award will terminate and the applicable restricted stock units will not vest if the Reporting Person is not a director of the Company on the date any portion of the award is scheduled to vest.

(3) As compensation for service as a member of the ad hoc committee of the board of directors of the Company during January and February 2018, the Reporting Person received an award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of common stock of the Company.

(4) The restricted stock units are time-based and will vest, if at all, on May 25, 2019. The award will terminate and the applicable restricted stock units will not vest if the Reporting Person is not a director of the Company on the data the award is scheduled to vest.

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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