

CIMAREX ENERGY CO
Form 4
March 03, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HELMERICH HANS

(Last) (First) (Middle)

C/O CIMAREX ENERGY
CO., 1700 LINCOLN STREET,
SUITE 1800

(Street)

DENVER, CO 80203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIMAREX ENERGY CO [XEC]

3. Date of Earliest Transaction
(Month/Day/Year)
02/27/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 5,988 ⁽¹⁾ | D | |
| Common Stock | | | | | 52,876 | I | Trustee, 1993 Hans Helmerich Trust |
| Common Stock | | | | | 11,450 ⁽²⁾ | I | By Wife |
| Common Stock | | | | | 1,062 | I | Co-Trustee of Family |

| | | | | | | | | | |
|--------------|------------|--|---|---------------|---|-------------|---------|--|---|
| Common Stock | | | | | | 7,865 | I | Trustee of Family Trust | |
| Common Stock | | | | | | 2,157 | I | By daughter Hailey | |
| Common Stock | | | | | | 55,000 | I | Co-Trustee of The Helmerich Foundation | |
| Common Stock | 02/27/2014 | | S | 21,200 (3) | D | \$ 111.7865 | 350,000 | I | Trustee of Estate of W.H. Helmerich III |

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

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.

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(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. 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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | Code V (A) (D) | | | | |

Reporting Owners

| | |
|---------------------------------------|----------------------------------|
| Reporting Owner Name / Address | Relationships |
| | Director 10% Owner Officer Other |

HELMERICH HANS
C/O CIMAREX ENERGY CO.

1700 LINCOLN STREET, SUITE 1800
DENVER, CO 80203

Signatures

Mary Kay Rohrer,
attorney-in-fact

03/03/2014

__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) Includes 5,171 shares of restricted stock subject to service-based vesting.

(2) Mr. Helmerich disclaims beneficial ownership of these shares.

(3) The price reported in Column 4 for February 27, 2014 sales is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$111.24 to \$112.40, inclusive. The reporting person undertakes to provide to Cimarex Energy Co., any security holder of Cimarex Energy Co. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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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