

MILLER ENERGY RESOURCES, INC.  
 Form 4  
 December 17, 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 \*  
 Giesler Carl Fredrick

2. Issuer Name and Ticker or Trading Symbol  
 MILLER ENERGY RESOURCES, INC. [MILL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 9721 COGDILL ROAD, SUITE 302  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/16/2014

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

KNOXVILLE, TN 37932  
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (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 Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
10.75% Series C Cumulative Redeemable Preferred Stock	\$ 10 <sup>(1)</sup>	12/16/2014	P	10,500					12/16/2014	<sup>(2)</sup>	Common Stock	26,250 <sup>(3)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Giesler Carl Fredrick 9721 COGDILL ROAD SUITE 302 KNOXVILLE, TN 37932	X		Chief Executive Officer	

## Signatures

/s/ Carl F.  
Giesler 12/17/2014

    \*\*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).

- Each share of Series C Preferred Stock shall be convertible at any time at the option of the holder into that number of whole shares of
- (1) common stock equal to \$25.00 per share, plus accrued and unpaid dividends, divided by an initial conversion price of \$10.00, as may be adjusted.
  - (2) The 10.75% Series C Cumulative Redeemable Preferred Stock has no expiration date.
  - (3) As of the date of issuance (assuming no accrued and unpaid dividends and no adjustments to the conversion price), 10,500 shares of 10.75% Series C Cumulative Redeemable Preferred Stock would have been convertible into 26,250 shares of Common Stock.

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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