

Newton Lehman E III  
Form 4  
July 05, 2018

**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  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Newton Lehman E III

(Last) (First) (Middle)

1775 SHERMAN STREET, SUITE  
1200

(Street)

DENVER, CO 80203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
SM Energy Co [SM]

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

07/02/2018

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)

Sr. VP &amp; Regional Manager

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(A) or Disposed of (D) 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock; \$.01 Par Value	06/29/2018		J <sup>(1)</sup>	V 1,132 A \$ 18.768	62,610	D	
Common Stock; \$.01 Par Value	07/02/2018		M	744 A <u>(2)</u>	63,354	D	
Common Stock; \$.01 Par Value	07/02/2018		F	182 D \$ 25.69	63,172	D	
Common Stock; \$.01	07/02/2018		M	1,009 A <u>(3)</u>	64,181	D	

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Par Value

Common

Stock; \$.01 07/02/2018

F

246

D

\$ 25.69 63,935

D

Par Value

Common

Stock; \$.01 07/02/2018

M

2,646

A

(4) 66,581

D

Par Value

Common

Stock; \$.01 07/02/2018

F

645

D

\$ 25.69 65,936

D

Par Value

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 (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. Pr Deriv Secu (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	07/02/2018		M		744		(2)	(2)	Common Stock	744	g
Restricted Stock Units	(3)	07/02/2018		M		1,009		(3)	(3)	Common Stock	1,009	g
Restricted Stock Units	(4)	07/02/2018		M		2,646		(4)	(4)	Common Stock	2,646	g

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Reporting Owners

Newton Lehman E III  
1775 SHERMAN STREET, SUITE 1200  
DENVER, CO 80203

Sr. VP & Regional Manager

## Signatures

Karin M. Writer  
(Attorney-In-Fact)

07/05/2018

\_\_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) The reporting person purchased 1,132 shares of the issuer's common stock on June 29, 2018, through the issuer's Employee Stock Purchase Plan.

- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vested in three equal  
(2) annual installments beginning on July 1, 2016. The vested shares were issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares lapsed.

- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests in three equal  
(3) annual installments beginning on July 1, 2017. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests in three equal  
(4) annual installments beginning July 1, 2018. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

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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