

Laredo Petroleum, Inc.
 Form 4
 February 22, 2017

FORM 4

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

OMB APPROVAL

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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 *
Foutch Randy A

(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)
02/17/2017

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)
Chairman & CEO

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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/17/2017 ⁽¹⁾		A		79,217	A	\$ 14.12 <u>(1)</u>	917,148	D	
Common Stock	02/17/2017		F		20,996 ⁽²⁾	D	\$ 0	896,152	D	
Common Stock								90,037	I	By Foutch Family Trust A ⁽³⁾
Common Stock								90,037	I	By Foutch Family Trust B ⁽³⁾

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Common Stock	90,037	I	By Foutch Family Trust C ⁽³⁾
Common Stock	90,037	I	By Foutch Family Trust D ⁽³⁾
Common Stock	500	I	By Daughter ⁽³⁾
Common Stock	450,928	I	By Lariat Ranch LLC ⁽³⁾

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

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right to buy)	\$ 14.12	02/17/2017 ⁽⁴⁾		A	119,826	02/17/2018 ⁽⁴⁾ 02/17/2027	Common Stock
Performance Units	⁽⁵⁾	02/17/2017 ⁽⁵⁾		A	158,434	02/17/2020 ⁽⁵⁾	Common Stock
Stock Option (Right to buy)	\$ 4.1					02/19/2017 ⁽⁴⁾ 02/19/2026	Common Stock
Performance Units	⁽⁶⁾					02/19/2019 ⁽⁶⁾	Common Stock
Stock Option (Right to buy)	\$ 11.93					02/27/2016 ⁽⁴⁾ 02/27/2025	Common Stock
Performance Units	⁽⁷⁾					02/27/2018 ⁽⁷⁾	Common Stock

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shares of common stock granted can range from 0% to 200% of the performance share units.

- (7) 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.

- (8) These performance share units are granted under the Issuer's 2011 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. As their performance criteria were satisfied, 75% of the shares will be issued during the first quarter of 2017 if the February 27, 2017 vesting criteria is satisfied.

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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