SEC Form 4
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# 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).

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*					er Name <b>and</b> Ticker do Petroleum			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>PIGOTT M. JASON</u>						<u> </u>	,	X	Director	10% (	Owner		
(Last) (First) (Middle)					of Earliest Transac	tion (Month/E	ay/Year)	x	Officer (give title below)	Other below	(specify )		
15 W. 6TH STREET, SUITE 900					2022			President & CEO					
(Street)			[	4. If Am	nendment, Date of (	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
TULSA	OK	74119						X	Form filed by One	e Reporting Pers	on		
(City)	(State)	(Zip)							Form filed by Mo Person	re than One Rep	orting		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date		2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

# Common Stock 10/03/2022 s 3,750<sup>(1)</sup> D \$66.85 110,657 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(cigi, puto, builo, warano, opnoro, 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 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Units	(2)							03/05/2023	(2)	Performance Units	55,253		55,253	D	
Performance Units	(3)							03/09/2024	(3)	Performance Units	49,322		49,322	D	
Performance Units	(4)							02/22/2025	(4)	Performance Units	28,810		28,810	D	

### Explanation of Responses:

1. Shares sold pursuant to a Rule 10b5-1 trading plan.

2. These performance units are granted under the Issuer's Omnibus Equity Incentive Plan. The performance units will be payable, if at all, in cash based upon (i) the Issuer's total shareholder return measured against an industry peer group, (ii) on an absolute share return basis and (iii) based on a return on average capital employed metric, over a three-year performance period ending December 31, 2022. The final amount of cash earned is dependent on the performance of the stock price and the factors identified herein with the performance unit multiple having a range of 0% to 200%.

3. These performance units are granted under the Issuer's Omnibus Equity Incentive Plan. The performance units will be payable, if at all, in cash based upon (i) the Issuer's total shareholder return measured against an industry peer group, (ii) on an absolute share return basis, (iii) earnings before interest, taxes, depreciation, amortization and exploration expense divided by three-year total debt reduction and (iv) growth in inventory, over a three-year performance period ending December 31, 2023. The final amount of cash earned is dependent on the performance of the stock price and the factors identified herein with the performance unit multiple having a range of 0% to 225%.

4. These performance units are granted under the Issuer's Omnibus Equity Incentive Plan. Each performance unit represents a share of common stock. The performance units will be payable, if at all, in common stock, cash, or a combination of common stock and cash, to be determined in the discretion of the Issuer's Compensation Committee, based upon (i) the Issuer's total shareholder return measured against an industry peer group, (ii) on an absolute share return basis, (iii) earnings before interest, taxes, depreciation, amortization and exploration expense divided by three-year total debt reduction, (iv) growth in inventory and (v) emissions reduction, over a three-year performance period ending December 31, 2024. The final number of shares of common stock or cash earned is dependent on the performance of the stock price and the factors identified herein with the performance unit multiple having a range from 0% to 225%.

## **Remarks:**

/s/ Mark D. Denny, as attorneyin-fact for M. Jason Pigott <u>10</u>/

10/04/2022

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.