

STEVENS MICHAEL J
Form 4
January 10, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
STEVENS MICHAEL J

2. Issuer Name and Ticker or Trading Symbol
WHITING PETROLEUM CORP
[WLL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1700 BROADWAY, SUITE 2300

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/08/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President and CFO

DENVER, CO 80290

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	01/08/2018		F		1,747	D	
					\$ 28.14		
					66,669 ⁽¹⁾	D	

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)

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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 or Amount of Derivative Security (Instr. 3)
2011 Stock Option - Right to Purchase	\$ 241.1408 (2)					(3) 01/18/2021	Common Stock	2,342 (2)
Stock Option - Right to Purchase	\$ 51.0208 (4)					(3) 02/18/2019	Common Stock	12,476 (4)
Stock Option - Right to Purchase	\$ 137.24 (5)					(3) 01/26/2020	Common Stock	1,929 (5)
Stock Option - Right to Purchase	\$ 204.88 (6)					(3) 01/18/2022	Common Stock	1,385 (6)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEVENS MICHAEL J 1700 BROADWAY, SUITE 2300 DENVER, CO 80290			Vice President and CFO	

Signatures

/s/ Bruce R. DeBoer,
Attorney-in-Fact

01/10/2018

**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).

The number of shares of common stock previously reported by the reporting person was reduced by 205,249 as a result of the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Cash was paid in lieu of the issuance of fractional shares with respect to shares of common stock not subject to restrictions.

(1) This option was previously reported as covering 9,370 shares at an exercise price of \$60.285, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

Grant to reporting person of ten-year option to buy shares of common stock under the Whiting Petroleum Corporation 2003 Equity Incentive Plan. The option vests and becomes exercisable as follows: 1/3 on 1st anniversary of the date of grant, 2/3 on 2nd anniversary of the date of grant and 3/3 on 3rd anniversary of the date of grant.

(2) This option was previously reported as covering 49,906 shares at an exercise price of \$12.755, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

(3) This option was previously reported as covering 7,716 shares at an exercise price of \$34.31, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

(4) This option was previously reported as covering 5,540 shares at an exercise price of \$51.22, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.