

QEP RESOURCES, INC.
Form 4
September 19, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
RATTIE KEITH O

(Last) (First) (Middle)
1050 17TH STREET, SUITE 500
(Street)

DENVER, CO 80265

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QEP RESOURCES, INC. [QEP]

3. Date of Earliest Transaction
(Month/Day/Year)
09/17/2012

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)

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	09/17/2012		M		25,000 (1) A \$ 9.19	427,715	D
Common Stock	09/17/2012		S		25,000 (2) D \$ 33.0705	402,715	D
Common Stock	09/17/2012		M		50,000 (3) A \$ 26.14	452,715	D
Common Stock	09/17/2012		F		43,883 (4) D \$ 32.91	408,832	D
Common Stock	09/18/2012		M		25,000 (1) A \$ 9.19	433,832	D
	09/18/2012		S			408,832	D

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Common Stock			25,000 (2)		\$				32.6603
Common Stock	09/19/2012		M	25,000 (1)	A	\$ 9.19	433,832		D
Common Stock	09/19/2012		S	25,000 (2)	D	\$ 32.3078	408,832		D
Common Stock							2,542	I	IRA

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option	\$ 9.19	09/17/2012		M	25,000	08/11/2003	02/11/2013	Common Stock	25,000
Stock Option	\$ 9.19	09/18/2012		M	25,000	08/11/2003	02/11/2013	Common Stock	25,000
Stock Option	\$ 9.19	09/19/2012		M	25,000	08/11/2003	02/11/2013	Common Stock	25,000
Stock Option	\$ 26.14	09/17/2012		M	50,000	06/30/2010	10/24/2012	Common Stock	50,000
Phantom Stock Units	\$ 0					(5)	(5)	Phantom Stock Units	5,675.6
Restricted Stock Unit	\$ 0					(6)	(6)	Common Stock	185.9
Stock Option	\$ 23.98					06/30/2010	03/05/2016	Common Stock	147,1
Stock Option	\$ 27.84					06/30/2010	02/13/2015	Common Stock	80,0

