Edgar Filing: HONEYFIELD DAVID W - Form 4

HONEYFIEL Form 4										
March 12, 201	19									
FORM	4		GEGU	DIFIEC			E COMMISSION	-	PPROVA	L
	UNITED	STATES		RITIES . ashingtor	OMB Number:	3235-0				
Check this if no longe	ar .							Expires:	Januar	y 31, 2005
subject to Section 16 Form 4 or	SIAIEN 5.	AENT OI	F CHAI	NGES IN SECU	WNERSHIP OF	Estimated burden hou response	average urs per	0.5		
Form 5 obligations may contir <i>See</i> Instruc 1(b).	s Section 17(a) of the l	Public U	Jtility Ho	lding Co		ange Act of 1934, t of 1935 or Sectio 1940	on		
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u></u> HONEYFIELD DAVID W			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
		ULTRA PETROLEUM CORP [UPL]				(Check all applicable)				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)				Director X_ Officer (giv		% Owner her (specify	
116 INVERN #400	AST	03/10/2019				below) below) See Remarks				
	4. If Amendment, Date Original Filed(Month/Day/Year)			al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
ENGLEWOO	DD, CO 80112						Form filed by I Person	More than One R	eporting	
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative	Securities	Acquired, Disposed o	of, or Beneficia	lly Owned	I
	2. Transaction Date 2A. Deem Month/Day/Year) Execution any (Month/D		Date, if TransactionAcquired (A) or Code Disposed of (D)			(A) or of (D)	Securities Beneficially (Owned (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	Beneficial Dwnership
						(A)	Transaction(s)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Repo	rt on a separate line	e for each cl	ass of sec	urities bene	eficially ow	ned directly	or indirectly.			
					inforı requi	nation con red to resp ays a curre	spond to the collect tained in this form bond unless the for ently valid OMB cor	are not m	SEC 1474 (9-02)	
	Tab					sposed of, or convertible	r Beneficially Owned securities)			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	03/10/2019		А	179,856		(2)	(2)	Common Stock	179,856
Restricted Stock Units	<u>(1)</u>	03/10/2019		А	359,712		(3)	(3)	Common Stock	359,712

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HONEYFIELD DAVID W 116 INVERNESS DRIVE EAST #400 ENGLEWOOD, CO 80112			See Remarks					
Signatures								
/s/ Rex Griffin, as Attorney in Fact for D Honeyfield	03/12/2019							
**Signature of Reporting Person			Date					
Explanation of Deenen	~~~							

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) Each restricted stock unit represents a contingent right to receive one share of common stock of the Company.
- The restricted stock units are time-based and will vest, if at all, in three equal annual installments beginning on March 1, 2020. The award(2) will terminate and the applicable restricted stock units will not vest if the Reporting Person is not employed by the Reporting Person on the date any portion of the award is scheduled to vest.

The restricted stock units are subject to both performance-based and time-based vesting terms. The performance-based vesting conditions are assessed based on the volume-weighted average price of the Company's common shares as measured over 60 consecutive trading days

(3) relative to pre-established price goals. Once a performance-based vesting condition is achieved, the restricted stock units that have become performance vested will time-vest over the two or three-year period following the date on which they became performance vested.

Remarks:

Senior Vice President and Chief Financial Officer

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.