

Chandler Tommye Karen  
 Form 4  
 February 20, 2019

**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

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 \*  
 Chandler Tommye Karen

2. Issuer Name and Ticker or Trading Symbol  
 Laredo Petroleum, Inc. [LPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 15 W 6TH STREET, SUITE 900

3. Date of Earliest Transaction (Month/Day/Year)  
 02/15/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr. V.P. & COO

(Street)  
 TULSA, OK 74119

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or (D) Price   |  |                                   |
| Common Stock                    | 02/15/2019                           |  | F                              |   | 8,150 (1) \$ 3.86   | D  | D                                 |
| Common Stock                    | 02/19/2019                           |  | F                              |   | 2,367 (1) \$ 3.76   | D  | D                                 |
| Common Stock                    | 02/19/2019                           |  | M                              |   | 0 (2) \$ 0  | D  | 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)

number.

**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 or Number of Shares |
| Stock Option (Right to buy)                | \$ 17.34   |                                      |  |                                |   | 02/15/2014 <sup>(3)</sup>                                | 02/15/2023  | Common Stock | 16,430                     |
| Stock Option (Right to buy)                | \$ 14.12   |                                      |  |                                |   | 02/17/2018 <sup>(3)</sup>                                | 02/17/2027  | Common Stock | 15,880                     |
| Performance Units                          | <sup>(2)</sup>   | 02/19/2019                           |  | M                              | 0   | 02/19/2019   | <sup>(2)</sup>  | Common Stock | 0                          |
| Performance Units                          | <sup>(4)</sup>   |                                      |  |                                |   | 02/17/2020   | <sup>(4)</sup>  | Common Stock | 20,996                     |
| Performance Units                          | <sup>(5)</sup>   |                                      |  |                                |   | 02/16/2021   | <sup>(5)</sup>  | Common Stock | 38,043                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Chandler Tommye Karen<br>15 W 6TH STREET<br>SUITE 900<br>TULSA, OK 74119 |               |           | Sr. V.P. & COO |       |

## Signatures

/s/ Kenneth E. Dornblaser as attorney-in-fact for Tommye Karen  
Chandler

02/20/2019

\_\_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).

(1) Represents shares of common stock withheld by the Issuer to satisfy tax withholding obligations of the Reporting Person in connection with the vesting of a portion of restricted shares previously granted to the Reporting Person under the Issuer's Omnibus Equity Incentive Plan.

(2) The performance share units were granted under the Issuer's Omnibus Equity Incentive Plan and were originally reported on a Form 3 filed by the Issuer on October 26, 2018. Each performance unit represented a share of common stock. The performance units vested on February 19, 2019, and became payable 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, 2018. Based on the actual market criteria, 0% of the 33,492 performance units were issued, resulting in the issuance of 0 shares of common stock.

(3) This stock option was granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four anniversaries of the date of the grant.

(4) 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, 2019. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

(5) 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 (i) 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, 2020. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

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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