McDaniel Stephen James Form 4

June 12, 2018

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

McDaniel Stephen James

2. Issuer Name and Ticker or Trading

Symbol

ULTRA PETROLEUM CORP

[UPL]

(Middle)

3. Date of Earliest Transaction

06/08/2018

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

(Month/Day/Year)

X\_ Director 10% Owner Officer (give title Other (specify

400 N. SAM HOUSTON PARKWAY E., SUITE 1200

(Street)

(First)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77060

(State) (Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed Security

(Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A) or Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

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

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **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, an 5)	or O)			(Instr. 3 and 4)	
				Code V	(A) (A)	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	06/08/2018		A	198,864	<u>(2)</u>	(2)	Common Stock	198,864	
Restricted Stock Units	<u>(3)</u>	06/08/2018		A	9,470	<u>(4)</u>	<u>(4)</u>	Common Stock	9,470	

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

McDaniel Stephen James 400 N. SAM HOUSTON PARKWAY E. SUITE 1200 HOUSTON, TX 77060



## **Signatures**

/s/ Jeanette T. 06/12/2018 Bowen

\*\*Signature of Date
Reporting Person

#### **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).
- As compensation for service on the board of directors of the Company as an independent, outside director, the Reporting Person received (1) an award of restricted stock units. 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 May 25, 2019. The award (2) will terminate and the applicable restricted stock units will not vest if the Reporting Person is not a director of the Company on the date any portion of the award is scheduled to vest.
- As compensation for service as a member of the ad hoc committee of the board of directors of the Company during January and February (3) 2018, the Reporting Person received an award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of common stock of the Company.
- (4) The restricted stock units are time-based and will vest, if at all, on May 25, 2019. The award will terminate and the applicable restricted stock units will not vest if the Reporting Person is not a director of the Company on the data the award is scheduled to vest.

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.

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