

Foutch Randy A  
Form 4  
February 19, 2013

**FORM 4**

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

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

## OMB APPROVAL

OMB  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Foutch Randy A

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
15 W. SIXTH STREET, SUITE  
1800

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2013

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman & CEO

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/15/2013		A		49,450	A	11 557,407
Common Stock							100,037
Common Stock							100,037
Common Stock							100,037

By Foutch  
Family  
Trust A <sup>(2)</sup>

By Foutch  
Family  
Trust B <sup>(2)</sup>

By Foutch  
Family

# Edgar Filing: Foutch Randy A - Form 4

Common Stock	100,037	I	Trust C <sup>(2)</sup> By Foutch Family Trust D <sup>(2)</sup>
Common Stock	500	I	By Daughter <sup>(2)</sup>
Common Stock	529,989	I	By Lariat Ranch LLC <sup>(2)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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
Stock Option (Right to buy)	\$ 17.34	02/15/2013		A		128,709		02/15/2014	02/15/2023	Common Stock	1,000,000
Performance Units	(4)	02/15/2013		A		18,425		12/31/2015	(4)	Common Stock	
Stock Option (Right to buy)	\$ 24.11							02/03/2013(5)	02/03/2022	Common Stock	
Performance Units	(6)							12/31/2014	(6)	Common Stock	

## Reporting Owners

Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other  
X Chairman & CEO

Foutch Randy A  
15 W. SIXTH STREET, SUITE 1800  
TULSA, OK 74119

## Signatures

/s/ Kenneth E. Dornblaser as attorney-in-fact for Randy A.  
Foutch

02/19/2013

\_\_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) These restricted shares are granted under the Issuer's 2011 Omnibus Equity Incentive Plan and will vest in three equal annual installments beginning on the first anniversary date of the grant.
- By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Mr. Foutch may be deemed to be a beneficial owner of the 400,148 shares of common stock of the Issuer held by the Foutch Family Trusts, the 500 shares of common stock of the Issuer held by his daughter and the 529,989 shares of common stock held by Lariat Ranch LLC. Pursuant to Rule 16a-1(a)(4) of the Exchange Act, Mr. Foutch herein states that this Form 4 shall not be deemed an admission that he is the beneficial owner of such shares of common stock. Mr. Foutch disclaims beneficial ownership of the common stock of the Issuer, except to the extent that he has a pecuniary interest in such shares of common stock.
- (3) This stock option is granted under the Issuer's 2011 Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four anniversaries of the date of the grant.
- These performance units are granted under the Issuer's 2011 Omnibus Equity Incentive Plan. Each performance unit has a value of \$100.
- (4) The performance units will be payable, if at all, in cash, based upon the Issuer's total shareholders return measured against an industry peer group, over a three year performance period ending December 31, 2015. The final value of the performance units granted can range from 0% to 200% of the target value.
- (5) This stock option was granted under the Issuer's 2011 Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four anniversaries of the date of the grant.
- These performance units were granted under the Issuer's 2011 Omnibus Equity Incentive Plan. Each performance unit has a value of \$100. The performance units will be payable, if at all, in cash, based upon the Issuer's total shareholders return measured against an industry peer group, over a three year performance period ending December 31, 2014. The final value of the performance units granted can range from 0% to 200% of the target value.
- (6)

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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