Edgar Filing: PDC ENERGY, INC. - Form 4

PDC ENERGY	Y, INC.										
Form 4											
June 09, 2016											
FORM							OMB APPROVAL				
CONIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287	
Check this b if no longer										January 31, 2005	
Subject to Section 16. Form 4 or	Section 16. SECURITIES								Estimated average burden hours per response 0.5		
Form 5	Filed 1	pursuant to	Section 16(a) of the S	Securitie	s Exc	change	e Act of 1934,	response	0.5	
obligations may continu <i>See</i> Instruct 1(b).	ue. Section	17(a) of the		ity Holdin	g Comp	any A	Act of	1935 or Section	1		
(Print or Type Res	sponses)										
PARKE DAVID C Symbol				ame and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Least)	(Einst)	(Middle)						(Check	(Check all applicable)		
(Last) (First) (Middle) 3. Date of E (Month/Day				Earliest Transaction				_X_ Director	10%	Owner	
1775 SHERMAN STREET, #3000 06/07/2				•				Officer (give title Other (specify below)			
			4. If Amend	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
			Filed(Month/								
DENVER, CO	0 80203							_X_ Form filed by C Form filed by M Person	One Reporting Per lore than One Re		
(City)	(State)	(Zip)	Table I	- Non-Der	ivative Se	curiti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		Deemed ution Date, if th/Day/Year)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)))	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
COMMON STOCK	06/07/2016	6		D	909	D	<u>(1)</u>	18,617	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of 4. Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof Expiration Date **Underlying Securities** (Month/Day/Year) (Instr. 3 and 4) Security or Exercise any Code Derivative (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Securities Derivative Acquired Security (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares PHANTOM COMMON (3) (3) 909 909 (2) 06/07/2016 Α STOCK STOCK

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Reporting Owners

Reporting Owner Name / A	Relationships						
	Director	10% Owner	Officer	Other			
PARKE DAVID C 1775 SHERMAN STREET DENVER, CO 80203	, #3000	Х					
Signatures							
/s/ David C. Parke	06/09/2	016					
<u>**</u> 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).

The reporting person previously elected to defer 909 shares of restricted stock vesting on June 7, 2016 (the shares of restricted stock were originally granted on June 7, 2013), and accordingly received 909 shares of phantom stock on June 7, 2016 pursuant to the PDC Energy,

- (1) Originally graned on Jule 7, 2015), and accordingly received 909 shares of phantom stock on Jule 7, 2016 pursuant to the FDC Energy, Inc. Amended and Restated Non-Employee Director Deferred Compensation Plan (the "Plan"). As a result, the reporting person is reporting the disposition of 909 shares of common stock in exchange for an equal number of shares of phantom stock.
- (2) Each share of phantom stock represents a right to receive one share of common stock or, at the reporting person's election, the cash value thereof.
- The phantom stock becomes payable upon the first to occur of (1) the reporting person's "separation of service" as defined under Section (3) 409A of the Internal Revenue Code of 1986, as amended, or (2) a "Change in Control" of PDC Energy, Inc. as such item is defined in the Plan.

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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