Edgar Filing: QEP RESOURCES, INC. - Form 4

QEP RESOU	RCES, INC.									
Form 4										
September 30), 2010									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						r	OMB APPROVAL			
Washington, D.C. 20549						OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or			GES IN BENEFICIAL OWNERSHIP OF SECURITIES				burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a	uant to Section 1) of the Public Ut 30(h) of the In	tility Hold	ling Com	pany Act c	of 1935 or Sectio		. 0.0		
(Print or Type R	esponses)									
MCKEE ROBERT E III Sym			2. Issuer Name and Ticker or Trading Symbol QEP RESOURCES, INC. [QEP]			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(Last) (First) (Middle) 3. Date of			ate of Earliest Transaction			(Check all applicable)			
1050 17TH STREET, SUITE 500 09/3 (Street) 4. If			(Month/Day/Year) 09/30/2010			X_ Director Officer (give below)	title 10% Owner Other (specify below)			
			I. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
DENVER, C	CO 80265						More than One Re			
(City)	(State) (Z	Zip) Tabl	e I - Non-D	erivative S	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D) 4 and 5) (A) or	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock						9,154.588	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 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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A Disposed of (Instr. 3, 4, a 5)) or (D)	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	Amoun Numbe Shares
Phantom Stock Units	\$ 30.14	09/30/2010		А	759.7877		(1)	<u>(1)</u>	Phantom Stock Units	759.7
Phantom Stock Units	\$ 0						(1)	<u>(1)</u>	Phantom Stock Units	0
Stock Option	\$ 10.07						04/01/2005	04/01/2013	Common Stock	0

Reporting Owners

Reporting Owner Name / Address	Relationships					
F8	Director	10% Owner	Officer	Other		
MCKEE ROBERT E III 1050 17TH STREET, SUITE 500 DENVER, CO 80265	Х					
Signatures						
Abigail L. Jones, Attorney in Fact	09/30/2010					
**Signature of Reporting Person	D	ate				

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).

Vested shares of phantom stock units will be payable in cash on the date of, or at a designated anniversary date following, the first to (1) occur of the reporting person's (i) separation from service from QEP (subject to 6-month delay if necessary to comply with IRC 409A), (ii) death or (iii) disability, pursuant to the QEP Resources, Inc. Deferred Compensation Wrap 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.