

SIEGEL MARK S
Form 4
April 25, 2019

FORM 4

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

OMB APPROVAL

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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 *
SIEGEL MARK S

2. Issuer Name and Ticker or Trading Symbol
PATTERSON UTI ENERGY INC
[PTEN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1801 CENTURY PARK
EAST, SUITE 1111

3. Date of Earliest Transaction
(Month/Day/Year)
01/09/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

(Street)
LOS ANGELES, CA 90067

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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$.01 par value per share | 01/09/2019 | | G | V | <u>33,500</u> ⁽¹⁾ | D | \$ 0 |
| Common Stock, \$.01 par value per share | 01/09/2019 | | G | V | <u>33,500</u> ⁽¹⁾ | A | \$ 0 |
| Common Stock, \$.01 par value | 04/23/2019 | | A | | <u>33,100</u> ⁽³⁾ | A | \$ 0 |

By Trust(s) (2)

per share

| | | | | | | | |
|---|------------|---|----------------------|---|----------|-----------|---|
| Common Stock, \$.01 par value per share | 04/23/2019 | F | <u>10,094</u> (4) | D | \$ 15.83 | 1,390,030 | D |
|---|------------|---|----------------------|---|----------|-----------|---|

| | | | | | | | |
|---|------------|---|----------------------|---|------|-----------|---|
| Common Stock, \$.01 par value per share | 04/23/2019 | A | <u>69,600</u> (5) | A | \$ 0 | 1,459,630 | D |
|---|------------|---|----------------------|---|------|-----------|---|

| | | | | | | | |
|---|------------|---|----------------------|---|----------|-----------|---|
| Common Stock, \$.01 par value per share | 04/24/2019 | F | <u>17,565</u> (6) | D | \$ 15.83 | 1,442,065 | D |
|---|------------|---|----------------------|---|----------|-----------|---|

| | | | | | | | | |
|---|--|--|--|--|--|---------|---|-------------------------|
| Common Stock, \$.01 par value per share | | | | | | 605,000 | I | See Footnote <u>(7)</u> |
|---|--|--|--|--|--|---------|---|-------------------------|

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.

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | Chairman of the Board | |

SIEGEL MARK S
1801 CENTURY PARK EAST
SUITE 1111
LOS ANGELES, CA 90067

Signatures

By Barry Huntsman pursuant to a Limited Power of Attorney filed with the SEC on
3/29/2013 /s/ Barry Huntsman

04/25/2019

__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) The reporting person gifted an aggregate of 33,500 shares to a trust for which the reporting person is the trustee.
- (2) Held by trust(s) for which the reporting person is the trustee.
- (3) Shares received in settlement of the 2016 Performance Unit grant.
- (4) Shares disposed to pay applicable withholding taxes on shares received from the 2016 Performance Unit grant.
- (5) Restricted stock units that convert into common stock on a one-for-one basis. One-third of the restricted stock units vests on April 23, 2020 and the remainder vests in equal monthly installments over the twenty-four months following April 23, 2020.
- (6) Shares disposed to pay applicable withholding taxes on Restricted stock units converted into common stock on April 24, 2019.
- (7) Shares owned by Remy Capital Partners III, L.P. Mr. Siegel is the sole stockholder of the general partner of Remy Capital Partners III, L.P.

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.