#### CALLON PETROLEUM CO

Form 4 May 13, 2014

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number:

3235-0287 January 31,

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Check this box

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).

(Print or Type Responses)

may continue.

See Instruction

| 1. Name and Address of Reporting Person * McVay Larry D |   |         | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                     |      |   |           |                                 |             | 5. Relationship of Reporting Person(s) to Issuer               |              |           |  |
|---|---|---------|--|------|---|-----------|---------------------------------|-------------|--|--------------|-----------|--|
|   |   |         | CALLON PETROLEUM CO [CPE]  |      |   |           |                                 | [CPE]       | (Check all applicable)   |              |           |  |
| (Last)  | (First) (N  | Middle) | 3. Date of Earliest Transaction  |      |   |           |                                 |             |  |              |           |  |
| 200 NODELL CANAL GEDEET                                 |   |         | (Month/Day/Year)   |      |   |           |                                 |             | X_ Director 10% Owner Officer (give title Other (specify       |              |           |  |
| 200 NORTH CANAL STREET                                  |   |         | 05/09/2014   |      |   |           |                                 |             | below) below)  |              |           |  |
| (Street)  |   |         | 4. If Amendment, Date Original   |      |   |           |                                 |             | 6. Individual or Joint/Group Filing(Check                      |              |           |  |
|   |   |         | Filed(Month/Day/Year)  |      |   |           |                                 |             | Applicable Line)   |              |           |  |
| NATOHEZ   | MC 20120  |         |  |      |   |           |                                 |             | _X_ Form filed by O  | 1 0          |           |  |
| NATCHEZ, MS 39120                                       |   |         |  |      |   |           |                                 |             | Person   |              |           |  |
| (City)  | (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |         |  |      |   |           |                                 |             | ly Owned   |              |           |  |
| 1.Title of  | 2. Transaction Date   |         |  | 3.   |   | 4. Securi |                                 |             | 5. Amount of   | 6. Ownership |           |  |
| Security (Month/Day/Year) Execution (Instr. 3) any      |   |         | on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) |      |   |           |                                 |             | Securities Form: Direct Indirect Beneficially (D) or Beneficia |              |           |  |
| · · · · · · · · · · · · · · · · · · ·                   |   |         | Day/Year) (Instr. 8)   |      |   |           |                                 | 3)          | Owned  | Indirect (I) | Ownership |  |
|   |   |         | , , , , ,  |      |   |           | Following (Instr. 4) (Instr. 4) |             |  |              |           |  |
|   |   |         |  |      |   |           | (A)                             |             | Reported<br>Transaction(s)                                     |              |           |  |
|   |   |         |  | Code | V | Amount    | or<br>(D)                       | Price       | (Instr. 3 and 4)   |              |           |  |
| Common<br>Stock   | 05/09/2014  | 05/09/2 | 014  | M    |   | 7,589     | A                               | \$ 9.47     | 94,073   | D            |           |  |
| Common<br>Stock   | 05/12/2014  | 05/12/2 | 014  | M    |   | 6,322     | A                               | \$<br>10.17 | 100,395  | D            |           |  |

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)

#### Edgar Filing: CALLON PETROLEUM CO - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number proof 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. D S (I |
|---|---|---|---|--|--|--|--------------------|---|--|-----------|
|   |   |   |   | Code V                                 | (A) (D)  | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |           |
| 2012<br>RSU -<br>Stock (1)                          | \$ 9.47   | 05/09/2014                              |   | M                                      | 7,589  | 05/09/2013   | 05/09/2015         | Common<br>Stock   | 7,589                                  |           |
| 2011<br>RSU -<br>Stock (1)                          | \$ 10.17  | 05/12/2014                              |   | M                                      | 6,322  | 05/12/2012   | 05/12/2014         | Common<br>Stock   | 6,322                                  |           |

## **Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| McVay Larry D<br>200 NORTH CANAL STREET<br>NATCHEZ, MS 39120 | X             |           |         |       |  |  |

# **Signatures**

Clay V. Bland as Attorney-in-fact 05/13/2014

\*\*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 units/shares are subject to 3-year ratable vesting with one-third vesting on each anniversary date following the grant date.

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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