

VOLKER JAMES J
Form 4
January 03, 2018

FORM 4

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

OMB APPROVAL

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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 *
VOLKER JAMES J

2. Issuer Name and Ticker or Trading Symbol
WHITING PETROLEUM CORP [WLL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1700 BROADWAY, SUITE 2300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

DENVER, CO 80290

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	12/29/2017		F	43,081 D \$ 26.48	137,067 ⁽¹⁾	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)

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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 Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
2011 Stock Option - Right to Purchase	\$ 241.1408 ⁽²⁾					<u>(3)</u>	01/18/2021	Common Stock	6,222 ⁽²⁾
Stock Option - Right to Purchase	\$ 51.0208 ⁽⁴⁾					<u>(3)</u>	02/18/2019	Common Stock	18,680 ⁽⁴⁾
Stock Option - Right to Purchase	\$ 137.24 ⁽⁵⁾					<u>(3)</u>	01/26/2020	Common Stock	4,822 ⁽⁵⁾
Stock Option - Right to Purchase	\$ 204.88 ⁽⁶⁾					<u>(3)</u>	01/18/2022	Common Stock	4,588 ⁽⁶⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VOLKER JAMES J 1700 BROADWAY, SUITE 2300 DENVER, CO 80290	X			

Signatures

/s/ Bruce R. DeBoer,
Attorney-in-Fact

01/03/2018

 **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 number of shares of common stock previously reported by the reporting person was reduced by 540,439 as a result of the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Cash was paid in lieu of the issuance of fractional shares with respect to shares of common stock not subject to restrictions.

(2) This option was previously reported as covering 24,890 shares at an exercise price of \$60.285, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

(3) Grant to reporting person of ten-year option to buy shares of common stock under the Whiting Petroleum Corporation 2003 Equity Incentive Plan. The option vests and becomes exercisable as follows: 1/3 on 1st anniversary of the date of grant, 2/3 on 2nd anniversary of the date of grant and 3/3 on 3rd anniversary of the date of grant.

(4) This option was previously reported as covering 74,720 shares at an exercise price of \$12.755, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

(5) This option was previously reported as covering 19,290 shares at an exercise price of \$34.31, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

(6) This option was previously reported as covering 18,352 shares at an exercise price of \$51.22, but was adjusted to reflect the 1-for-4 reverse stock split of Whiting Petroleum Corporation's common stock effective on November 8, 2017. Any fractional share that would have become subject to this option as a result of the reverse stock split was canceled for no consideration.

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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