

ABRAXAS PETROLEUM CORP
 Form 4
 August 21, 2015

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 *
 CARTER HAROLD D

2. Issuer Name and Ticker or Trading Symbol
 ABRAXAS PETROLEUM CORP
 [AXAS]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 18803 MEISNER DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/21/2015

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

SAN ANTONIO, TX 78258
 (City) (State) (Zip)

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

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 |
| Abraxas Petroleum Common Stock | 08/21/2015 | | M | | 50,000 | A | \$ 0.99 |
| Abraxas Petroleum Common Stock | 08/21/2015 | | M | | 10,000 | A | \$ 1.06 |
| Abraxas Petroleum Common Stock | | | | | | | 42,598 |
| | | | | | | I | Retirement Account |

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Abraxas
Petroleum
Common
Stock

7,577

I

HBDC

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

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Director Stock Option | \$ 0.99 | 08/21/2015 | | M | 50,000 | 03/17/2009 03/17/2019 | Abraxas Petroleum Common Stock | 50,000 | |
| Director Stock Option | \$ 1.06 | 08/21/2015 | | M | 10,000 | 05/21/2009 05/21/2019 | Abraxas Petroleum Common Stock | 10,000 | |
| Director Stock Option | \$ 3.66 | | | | | 05/05/2015 05/05/2025 | Abraxas Petroleum Common Stock | 25,000 | |
| Director Stock Option | \$ 5.38 | | | | | 05/06/2014 05/06/2024 | Abraxas Petroleum Common Stock | 12,000 | |
| Director Stock Option | \$ 2.9 | | | | | 05/04/2012 05/04/2022 | Abraxas Petroleum Common Stock | 12,000 | |
| Director Stock Option | \$ 2.39 | | | | | 05/14/2013 05/14/2023 | Abraxas Petroleum Common | 12,000 | |

| | | | | Stock | |
|-----------------------------|---------|------------|------------|---|--------|
| Director Stock Option | \$ 4.13 | 05/06/2011 | 05/05/2021 | Abraxas Common Stock | 10,500 |
| Director Stock Option | \$ 2.36 | 05/20/2010 | 05/19/2020 | Abraxas Petroleum Common Stock | 10,000 |
| Director Stock Option | \$ 4.5 | 05/21/2008 | 05/21/2018 | Abraxas Petroleum Common Stock | 10,000 |
| Director Stock Option | \$ 4.32 | 06/26/2007 | 06/26/2017 | Abraxas Petroleum Common Stock | 10,000 |
| Director Stock Option | \$ 4.51 | 05/25/2006 | 05/25/2016 | Abraxas Petroleum Common Stock | 10,000 |
| Director Stock Option | \$ 2.75 | 06/01/2005 | 06/01/2015 | Abraxas Petroleum Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CARTER HAROLD D 18803 MEISNER DRIVE SAN ANTONO, TX 78258 | X | | | |

Signatures

Harold D. Carter 08/21/2015

__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).

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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