JOHNSON S P IV Form 4 October 12, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Form 5 obligations may continue. See Instruction

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(b).

(Last)

1500

Common

Stock

1. Name and Address of Reporting Person *

JOHNSON S P IV

(First)

(Middle)

1000 LOUISIANA STREET, SUITE 10/07/2010

(Street)

HOUSTON, TX 77002

2. Issuer Name and Ticker or Trading

Symbol

CARRIZO OIL & GAS INC [CRZO]

3. Date of Earliest Transaction

(Month/Day/Year)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify

President and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

3.

A

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

10/07/2010

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(9-02)

Reported (A) Transaction(s) or (Instr. 3 and 4)

\$0

Price (D)

Α

Code V Amount

9.243

558,596

D

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

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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. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) Disposed of (I (Instr. 3, 4, an 5)	D)	Pate	7. Title and A Underlying S (Instr. 3 and	Securiti
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amor Numl Share
Stock Appreciation Rights (1)	\$ 17.28	10/07/2010		A	219,279	(2)	05/29/2017	Common Stock	219

Reporting Owners

Reporting Owner Name / Address	Relationships					
Toporous o must remain a remainess	Director	10% Owner	Officer	Other		
JOHNSON S P IV 1000 LOUISIANA STREET SUITE 1500 HOUSTON, TX 77002	X		President and CEO			

Signatures

/s/ Paul F. Boling, attorney-in-fact

**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 stock appreciation rights are settled in cash.
- (2) The stock appreciation rights vest in three equal installments on May 29, 2011, May 29, 2012 and May 29, 2013.

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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