

Solomon Mark T
Form 4
March 03, 2011

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Solomon Mark T

(Last) (First) (Middle)

1775 SHERMAN ST., SUITE 1200

(Street)

DENVER, CO 80203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SM Energy Co [SM]

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Controller

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock; \$.01 Par Value	03/01/2011		M	2,174	A \$ 12.5	5,169	D
Common Stock; \$.01 Par Value	03/01/2011		M	2,174	A \$ 12.525	7,343	D
Common Stock; \$.01 Par Value	03/01/2011		M	2,550	A \$ 13.65	9,893	D

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Common Stock; \$.01 Par Value	03/01/2011	M	1,916	A	\$ 12.66	11,809	D
Common Stock; \$.01 Par Value	03/01/2011	M	358	A	\$ 13.39	12,167	D
Common Stock; \$.01 Par Value	03/01/2011	M	2,274	A	\$ 14.25	14,441	D
Common Stock; \$.01 Par Value	03/01/2011	S	11,446	D	\$ 71.5193 (7)	2,995	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)

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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.5	03/01/2011		M	2,174	(1) 12/31/2012	Common Stock	2,174
Stock Option (Right to Buy)	\$ 12.525	03/01/2011		M	2,174	(2) 03/31/2013	Common Stock	2,174
	\$ 13.65	03/01/2011		M	2,550	(3) 06/30/2013		2,550

Stock Option (Right to Buy)								Common Stock	
Stock Option (Right to Buy)	\$ 12.66	03/01/2011	M	1,916	<u>(4)</u>	09/30/2013	Common Stock	1,916	
Stock Option (Right to Buy)	\$ 13.39	03/01/2011	M	358	<u>(5)</u>	10/22/2013	Common Stock	358	
Stock Option (Right to Buy)	\$ 14.25	03/01/2011	M	2,274	<u>(6)</u>	12/31/2013	Common Stock	2,274	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Solomon Mark T 1775 SHERMAN ST. SUITE 1200 DENVER, CO 80203			Controller	

Signatures

Karin M. Writer
(Attorney-In-Fact) 03/03/2011

__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 option vested as follows: 544 shares on December 31, 2002, 544 shares on September 30, 2003, and 543 shares on September 30, 2004 and 2005.
- (2) The stock option vested as follows: 544 shares on March 31, 2003, 544 shares on September 30, 2003, and 543 shares on September 30, 2004 and 2005.
- (3) The stock option vested as follows: 638 shares on June 30, 2003, 638 shares on September 30, 2003, and 637 shares on September 30, 2004 and 2005.
- (4) The stock option vested in four equal annual installments beginning on September 30, 2003.
- (5) The stock option vested as follows: 90 shares on October 22, 2003, 90 shares on September 30, 2004, and 89 shares on September 30, 2005 and 2006.
- (6) The stock option vested as follows: 569 shares on December 31, 2003, 569 shares on September 30, 2004, and 568 shares on September 30, 2005 and 2006.
- (7) The price reflects an average of multiple transaction sale prices ranging from \$71.76 to \$71.34.

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