

Lambuth John
Form 4
December 10, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lambuth John

2. Issuer Name and Ticker or Trading Symbol
CIMAREX ENERGY CO [XEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1700 LINCOLN STREET SUITE
3700

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2018

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

SVP-Exploration

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

DENVER, CO 80203

(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 or (D) Price		
Common Stock	12/06/2018		A		19,894 (1) \$ 0	D	
Common Stock	12/06/2018		A		16,619 (2) \$ 0	D	
Common Stock	12/09/2018		F		10,622 (3) \$ 75.22	D	
Common Stock	12/09/2018		J		10,851 (4) (5) \$ 75.22	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)

Table with 10 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities Acquired (A) or Disposed of (D), 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities Beneficially Owned. Includes sub-columns for Date Exercisable and Expiration Date, and Title or Number of Shares.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: Lambuth John, 1700 LINCOLN STREET SUITE 3700 DENVER, CO 80203, SVP-Exploration.

Signatures

Francis B. Barron, as Attorney-in-Fact, 12/10/2018

**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) Represents an award of restricted stock that will vest in its entirety on December 1, 2021 provided that the reporting person remains in the continuous employment of Cimarex through that date.
(2) Represents a performance award of restricted stock that is subject to the satisfaction of certain performance criteria through December 1, 2021 provided that the reporting person remains in continuous employment with Cimarex through that date.
(3) Relates to performance award with a vesting date of 12/9/2018. Represents shares vested but withheld for taxes as permitted by the award agreement.
(4) Represents shares forfeited pursuant to performance conditions under a Performance Award Agreement.
(5) The amount of securities beneficially owned as reported in column 5 includes 19,894 shares of restricted stock subject to service-based vesting and 86,505 shares subject to service-based vesting and the satisfaction of certain performance criteria.

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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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