

ULTRA PETROLEUM CORP  
Form 8-K  
May 20, 2016

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 19, 2016**

**ULTRA PETROLEUM CORP.**

*(Exact name of registrant as specified in its charter)*

**Yukon, Canada**

*(State or other jurisdiction  
of incorporation)*

**001-33614**

*(Commission File Number 001-33614)*

**N/A**

*(I.R.S. Employer Identification No.)*

**400 North Sam Houston Parkway East, Suite 1200**

**Houston, Texas 77060**

*(Address of principal executive offices, including zip code)*

*Registrant's telephone number, including area code: (281) 876-0120*

*(Former name or former address, if changed since last report.)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Section 5 – Corporate Governance and Management

### Item 5.07 – Submission of Matters to a Vote of Security Holders

The Annual and Special Meeting of Shareholders of Ultra Petroleum Corp. (the "Company") was held in Houston, Texas on May 19, 2016, and the matters voted upon and the number of votes cast for or against, as well as the number of abstentions and broker non-votes as to such matters, at such meeting, were as stated below.

The following nominees for director of the Company were elected:

MICHAEL D. WATFORD FOR: 60,703,017  
AGAINST: 8,392,369  
ABSTAIN: 436,264  
INVALID: 0  
NONVOTES: 45,585,148

W. CHARLES HELTON FOR: 60,235,122  
AGAINST: 8,896,633  
ABSTAIN: 399,895  
INVALID: 0  
NONVOTES: 45,585,148

STEPHEN J. MCDANIEL FOR: 60,584,124  
AGAINST: 8,543,831  
ABSTAIN: 403,695  
INVALID: 0  
NONVOTES: 45,585,148

ROGER A. BROWN FOR: 60,578,164  
AGAINST: 8,546,190  
ABSTAIN: 407,296  
INVALID: 0  
NONVOTES: 45,585,148

MICHAEL J. KEEFFE FOR: 60,589,286  
AGAINST: 8,532,207  
ABSTAIN: 410,157  
INVALID: 0  
NONVOTES: 45,585,148

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The appointment of Ernst & Young LLP to serve as the Company's independent auditor for the fiscal year ending December 31, 2016 was approved:

APPOINTMENT OF AUDITOR FOR:	113,164,702
AGAINST:	391,320
ABSTAIN:	1,560,776
INVALID:	0
NONVOTES:	0

The non-binding advisory vote regarding the Company's executive compensation was presented:

EXECUTIVE COMPENSATION FOR:	27,084,201
AGAINST:	41,690,506
ABSTAIN:	756,943
INVALID:	0
NONVOTES:	45,585,148

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ULTRA PETROLEUM  
CORP.**

May 20, 2016 By: */s/ Garrett B. Smith*  
Name: Garrett B. Smith  
Title: Corporate Secretary