Edgar Filing: Parsley Energy, Inc. - Form 4

Parsley Ene Form 4	ergy, Inc.											
February 1	7, 2017											
FOR	\mathbf{M} 4 UNITED	STATES	SFCU	DITIFS	AND FX	СН	NCE	COMMISSIO			PROVAL	
			n, D.C. 2		1101		OME Num		3235-0287			
Check if no lo subject Section Form 4 Form 5		SECU	RITIES		WNERSHIP C	F Estin burd resp	Expires: Janua Estimated average burden hours per response					
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)											
1. Name and Address of Reporting Person <u>*</u> Sheffield Bryan					nd Ticker o , Inc. [PE	ing	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First)	(Middle)			Transaction	-		(C	heck all ap	plicable)	
303 COLORADO STREET, SUITE #3000			(Month/Day/Year) 02/16/2017					X DirectorX 10% Owner X Officer (give title Other (specify below) below) See Remarks				
			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				
(City)	(State)	(Zip)	75 1		.	G	•.•	Person	1 A D	<i>(</i> 1 1 1	. .	
1.Title of	2. Transaction Date			ble I - Non 3.				Contract Security 5. Amount of	d of, or Be		y Owned	
Security (Instr. 3)	(Month/Day/Year)	Execution any	Date, if	Transactie Code	(Instr. 3, 4	sposed	l of	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	India Bene Owr	rect eficial hership	
Class A				Code V	Amount		Price	(Instr. 3 and 4)				
Class A common stock	02/16/2017			А	51,789 (1)	А	\$0	12,909,224	D			
Class A common stock								1,711,269	I	Ene Ma	Sheffield ergy nagement, C (2)	
Class B common stock (3)								20,716,573	D			
								1,802,178	I			

Class B
common
stock (3)

By Sheffield Energy Management, LLC ⁽²⁾

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sheffield Bryan 303 COLORADO STREET, SUITE #3000 AUSTIN, TX 78701	Х	Х	See Remarks				
Signatures							
/s/ Bryan Sheffield, by Colin Roberts, as Attorney-in-Fact	02/16/2017						
**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) Restricted Stock Award pursuant to the Parsley Energy, Inc. 2014 Long Term Incentive Plan. The award vests in full on the third anniversary of the grant date.

(2) Mr. Sheffield has voting and dispositive power over these shares.

(3) Each share of Class B common stock has no economic rights but entitles its holder to one vote on all matters to be voted on by stockholders generally.

Remarks:

Chairman and Chief Executive Officer

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.