

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Schooley Daniel C</u>			2. Issuer Name and Ticker or Trading Symbol <u>Laredo Petroleum, Inc. [ LPI ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr VP, LMS, Mktg &amp; Subsurface</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2019</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
15 W. SIXTH STREET SUITE 900			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>TULSA OK 74119</u>								
(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	(A) or (D)	Price			
Common Stock	02/15/2019		F		23,528 <sup>(1)</sup>	D	\$3.86	276,102	D	
Common Stock	02/19/2019		F		4,613 <sup>(1)</sup>	D	\$3.76	271,489	D	
Common Stock	02/19/2019		M		0 <sup>(2)</sup>	A	\$0	271,489	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Units	(3)							02/16/2021	(3)	Common Stock	130,616		130,616	D	
Stock Option (Right to buy)	\$14.12							02/17/2018 <sup>(4)</sup>	02/17/2027	Common Stock	32,298		32,298	D	
Performance Units	(5)							02/17/2020	(5)	Common Stock	42,705		42,705	D	
Stock Option (Right to buy)	\$4.1							02/19/2017 <sup>(4)</sup>	02/19/2026	Common Stock	73,098		73,098	D	
Performance Units	(2)	02/19/2019		M		0		02/19/2019	(2)	Common Stock	0.0	\$0	0	D	
Stock Option (Right to buy)	\$11.93							02/27/2016 <sup>(4)</sup>	02/27/2025	Common Stock	39,577		39,577	D	
Stock Option (Right to buy)	\$25.6							02/27/2015 <sup>(4)</sup>	02/27/2024	Common Stock	22,638		22,638	D	
Stock Option (Right to buy)	\$17.34							02/15/2014 <sup>(4)</sup>	02/15/2023	Common Stock	12,050		12,050	D	
Stock Option (Right to buy)	\$24.11							02/03/2013 <sup>(4)</sup>	02/03/2022	Common Stock	6,975		6,975	D	

Explanation of Responses:

- Represents shares of common stock withheld by the Issuer to satisfy tax withholding obligations of the Reporting Person in connection with the vesting of a portion of restricted shares previously granted to the Reporting Person under the Issuer's Omnibus Equity Incentive Plan.
- The performance share units were granted under the Issuer's Omnibus Equity Incentive Plan and were originally reported on a Form 4 filed by the Issuer on May 27, 2016. Each performance unit represented a share of common stock. The performance units vested on February 19, 2019, and became payable in common stock based upon the Issuer's total shareholders return measured against an industry peer group, over a three-year performance period ending December 31, 2018. Based on the actual market criteria, 0% of the 91,650 performance units were issued, resulting in the issuance of 0 shares of common stock.
- These performance share units are granted under the Issuer's Omnibus Equity Incentive Plan. Each performance share unit represents a share of common stock. The performance share units will be payable, if at

all, in common stock, based upon the Issuer's total shareholders return measured (i) against an industry peer group, (ii) on an absolute share return basis and (iii) based on a return on average capital employed metric, over a three-year performance period ending December 31, 2020. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

4. This stock option was granted under the Issuer's Omnibus Equity Incentive Plan and is exercisable as to 25% on each of the first four anniversaries of the date of the grant.

5. These performance share units are granted under the Issuer's Omnibus Equity Incentive Plan. Each performance share unit represents a share of common stock. The performance share units will be payable, if at all, in common stock, based upon the Issuer's total shareholders return measured against an industry peer group, over a three-year performance period ending December 31, 2019. The final number of shares of common stock granted can range from 0% to 200% of the performance share units.

**Remarks:**

/s/ Kenneth E. Dornblaser, as  
attorney-in-fact for Daniel C.  
Schooley

02/20/2019

\*\* Signature of Reporting Person      Date

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

\* 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).

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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