Edgar Filing: PIONEER NATURAL RESOURCES CO - Form 4

PIONEER 1 Form 4 June 11, 20	NATURAL RES	OURCES	CO								
									OMB AP	PROVAL	
FORM	VI 4 UNITED	STATES		RITIES A ashington			GE CO	MMISSION	OMB Number:	3235-0287	
Check t				8.	,				Expires:	January 31,	
if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNE SECURITIES					RSHIP OF	Estimated av burden hour response	•	
Form 5 obligati may con <i>See</i> Inst 1(b).	ntinue. Section 17	(a) of the	Public I		ding Cor	npany /	Act of 19	Act of 1934, 935 or Section			
(Print or Type	e Responses)										
	Address of Reporting	g Person <u>*</u>	Symbol			Trading		Relationship of I suer	Reporting Perso	on(s) to	
				EER NAT URCES C]		(Check	all applicable))	
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)					Director 10% Owner Officer (give title Other (specify			
5205 N. O' SUITE 200	CONNOR BLVI	D.,	06/09/	-			be	low) Chair	below) rman & CEO		
IRVING, 7	(Street)			nendment, D onth/Day/Yea	-	ıl	Aj _> 	Individual or Joi oplicable Line) (_ Form filed by Ou _ Form filed by Mo	ne Reporting Per	son	
		(7 in)						erson			
(City)	(State)	(Zip)					-	ed, Disposed of,		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)		of (D)	red (A) or	 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) 	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock								22,005 <u>(1)</u>	Ι	401(k)	
Common Stock								20,000	Ι	Family Trust (Officer Trustee)	
Common Stock								20,000	Ι	Family Trust (Spouse Trustee)	

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Common Stock	06/09/2014	S <u>(2)</u>	13,802	D	\$ 220.1715	639,307	D
Common Stock	06/09/2014	S <u>(3)</u>	6,198	D	\$ 221.2905	633,109	D
Common Stock	06/10/2014	G V	5,000	D	\$ 0	628,109	D

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	2				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
					.,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Excleisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
SHEFFIELD SCOTT D 5205 N. O'CONNOR BLVD., SUITE 200 IRVING, TX 75039			Chairman & CEO			
Signatures						
Thomas J. Murphy, Attorney-in-Fact For So Sheffield	cott D.		06/11/2014			
**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) Consists of shares beneficially owned as a result of reporting person's ownership of units in the Pioneer Natural Resources USA, Inc. 401(k)

This transaction was executed in multiple trades at prices ranging from \$220 to \$220.99. The price reported above reflects the weighted
 (2) average sale price. The reporting person will provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

This transaction was executed in multiple trades at prices ranging from \$221.01 to \$221.75. The price reported above reflects the
 (3) weighted average sale price. The reporting person will provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.