Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287

Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Addres	id Address of Reporting Ferson			er Name and Ticke RPHY OIL C		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title V Other (specify					
(Last) (First) (Middle) 300 PEACH STREET P.O. BOX 7000			3. Date 06/30	e of Earliest Transac /2017	ction (Month/E	ay/Year)	below) Retired				
(Street) EL DORADO AR 71731-7000 (City) (State) (Zip)		4. If Ar	nendment, Date of	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
		Table I - Non-De	erivative S	Securities Acq	uired, Dis _l	oosed of, or Benefic	cially (Owned			
1. Title of Security (Instr. 3) 2. Trans			ansaction	2A. Deemed	Deemed 3. 4. Securities Acquired (A		or	5. Amount of	6. Ownersh	ip	7. Nature of

Disposed Of (D) (Instr. 3, 4 and 5) Securities Form: Direct Execution Date. Transaction Indirect if any (Month/Day/Year) (Month/Day/Year) Code (Instr. Beneficially (D) or Indirect Beneficial 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) (Instr. 3 and 4) Amount Price 4,481(1) Common Stock 06/30/2017 М A \$0 19,953 D **E**(2) Common Stock 06/30/2017 1,535 D \$25.71 18,418 D Common Stock 06/30/2017 2,526(1) A \$<mark>0</mark> 20,944 D M $F^{(2)}$ Common Stock 06/30/2017 866 D \$25.71 20,078 D 990(1) \$0 D Common Stock 06/30/2017 M Α 21,068 Common Stock 06/30/2017 F⁽²⁾ 339 D \$25.71 20,729 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	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)	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		(Instr. 4)		
Restricted Stock Unit ⁽³⁾	(4)	06/30/2017		M			5,000 ⁽¹⁾	(4)	(4)	Common Stock	5,000	\$0	22,000	D	
Restricted Stock Unit ⁽³⁾	(4)	06/30/2017		М			5,000 ⁽¹⁾	(4)	(4)	Common Stock	5,000	\$0	17,000	D	
Restricted Stock Unit ⁽³⁾	(4)	06/30/2017		М			7,000 ⁽¹⁾	(4)	(4)	Common Stock	7,000	\$0	10,000 ⁽⁵⁾	D	

Explanation of Responses:

- 1. Represents time-based Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant to the terms of the time-based grant awarded under the 2012 Long-Term Incentive Plan, the total includes 100% of the prorated award, plus shares equivalent in value to accumulated dividends.
- 2. Shares withheld for taxes on RSU vesting.
- 3. Time-based Restricted Stock Unit award granted under the 2012 Long-Term Incentive Plan.
- 4. These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date,
- 5. A total of 9,639 Time-Based Restricted Stock Units were forfeited on June 30, 2017, due to the reporting person's retirement from the Company

/s/ E. Ted Botner, attorney-in-07/05/2017 fact

** 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.

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 Number.