SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 OMB APPROVAL
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| | | | 2. Issuer Name and Ticker or Trading Symbol <u>SM Energy Co</u> [SM] | | ionship of Reporting Pers all applicable) Director | on(s) to Issuer | | | | |
|-----------------------|--|----------|---|---|--|---|--|--|--|--|
| (Last) 1775 SHERMA | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/05/2010 | x | Officer (give title below) | Other (specify below) | | | | |
| SUITE 1200 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | (Check Applicable Line) | | | | |
| (Street) DENVER | СО | 80203 | 11/09/2010 | X | Form filed by One Rep Form filed by More tha | orting Person n One Reporting Person | | | | |
| (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) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned | (Instr. 4) | Beneficial Ownership |
|---------------------------------|--|-----------------------------|---|--|---------------|---------|----------------------------------|------------|-------------------------|
| | | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock; Par Value \$.01 | 11/05/2010 | S | | 3,735(1) | D | \$47.39 | 2,023 | 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 | | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | Derivative | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 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 | | Transaction(s) (Instr. 4) | | |

Explanation of Responses:

1. The purpose of this amendment is solely to correct the amount of securities sold. The original Form 4 was based on an incorrect confirmation from the broker.

Remarks:

Karin M. Writer (Attorney-In-

Fact)

11/19/2010

Date

** Signature of Reporting Person

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.