

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>Lutey Mary Ellen</u>  (Last) (First) (Middle) 1775 SHERMAN STREET SUITE 1200  (Street) DENVER CO 80203  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SM Energy Co [ SM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X <u>VP &amp; Regional Manager</u>
	3. Date of Earliest Transaction (Month/Day/Year) 07/01/2013	
	4. If Amendment, Date of 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 Person

**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; \$.01 Par Value	06/28/2013		J <sup>(1)</sup>		301	A	\$44.38	20,631	D	
Common Stock; \$.01 Par Value	06/28/2013		J <sup>(2)</sup>		276	A	\$44.38	20,907	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		M		614	A	(4)	21,521	D	
Common Stock; \$.01 Par Value	07/01/2013		F		201	D	\$59.98	21,320	D	
Common Stock; \$.01 Par Value	07/01/2013		M		410	A	(4)	21,730	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		F		130	D	\$59.98	21,600	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		M		188	A	(5)	21,788	D	
Common Stock; \$.01 Par Value	07/01/2013		F		62	D	\$59.98	21,726	D	
Common Stock; \$.01 Par Value	07/01/2013		M		146	A	(5)	21,872	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		F		49	D	\$59.98	21,823	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		M		373	A	(6)	22,196	D	
Common Stock; \$.01 Par Value	07/01/2013		F		122	D	\$59.98	22,074	D	
Common Stock; \$.01 Par Value	07/01/2013		M		296	A	(6)	22,370	I <sup>(3)</sup>	By husband
Common Stock; \$.01 Par Value	07/01/2013		F		94	D	\$59.98	22,276	I <sup>(3)</sup>	By husband

**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				
Restricted Stock Units	(4)	07/01/2013		M			614	07/01/2013	07/01/2013	Common Stock	614	\$0	0	D	
Restricted Stock Units	(4)	07/01/2013		M			410	07/01/2013	07/01/2013	Common Stock	410	\$0	0	I <sup>(3)</sup>	By husband
Restricted Stock Units	(5)	07/01/2013		M			188	07/01/2013	07/01/2013	Common Stock	188	\$0	376	D	
Restricted Stock Units	(5)	07/01/2013		M			146	07/01/2013	07/01/2013	Common Stock	146	\$0	292	I <sup>(3)</sup>	By husband

**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				
Restricted Stock Units	(6)	07/01/2013		M			373	07/01/2013	07/01/2013	Common Stock	373	\$0	747	D	
Restricted Stock Units	(6)	07/01/2013		M			296	07/01/2013	07/01/2013	Common Stock	296	\$0	595	I <sup>(3)</sup>	By husband

**Explanation of Responses:**

- The reporting person purchased 301 shares of the issuer's common stock on June 28, 2013, through the issuer's Employee Stock Purchase Plan.
- The reporting person's husband purchased 276 shares of the issuer's common stock on June 28, 2013, through the issuer's Employee Stock Purchase Plan.
- The reporting person's husband is also employed by the issuer, purchases the issuer's common stock through the issuer's Employment Stock Purchase Plan, and receives grants of restricted stock units.
- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vested over a three-year period, with 1/7th vesting on July 1, 2011, 2/7th vesting on July 2, 2012, and 4/7th vesting on July 1, 2013. The vested shares were issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares lapsed.
- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests over a three-year period, with 1/7th vesting on July 2, 2012, 2/7th vesting on July 1, 2013, and 4/7th vesting on July 1, 2014. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.
- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests in three equal annual installments beginning on July 1, 2013. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

**Remarks:**

Karin M. Writer (Attorney-In-Fact)

07/03/2013

\*\* 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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