

HALL TERENCE E
Form 4
May 02, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HALL TERENCE E

2. Issuer Name and Ticker or Trading Symbol
SUPERIOR ENERGY SERVICES INC [SPN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

601 POYDRAS STREET, SUITE 2400

04/29/2011

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW ORLEANS, LA 70130

(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 | 04/29/2011 | | M | | | 43,300 | A | \$ 10.66 | 102,938 | D | |
| Common Stock | 04/29/2011 | | S | | | 43,300 | D | \$ 38.3924 | 59,638 | 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.

SEC 1474 (9-02)

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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 Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Options (right to buy) | \$ 10.66 | 04/29/2011 | | M | 43,300 | 12/31/2004 08/10/2014 | Common Stock | 43,300 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HALL TERENCE E 601 POYDRAS STREET SUITE 2400 NEW ORLEANS, LA 70130 | X | | | |

Signatures

/s/ William B. Masters on behalf of Terence E. Hall
 Date: 05/02/2011

**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).

The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of (1) \$38.25-\$38.64. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

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. YLE="margin-top:0pt; margin-bottom:0pt; font-size:10pt; font-family:Times New Roman">PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

5.4%(1)

14

TYPE OF REPORTING PERSON

IN

- (1) The percentage is based upon 18,475,978 shares of Issuer's common stock outstanding as of July 26, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2016 filed with the Securities and Exchange Commission on July 27, 2016.

SCHEDULE 13D

Filed Pursuant to Rule 13d-1(a)

This Amendment No.1 to Schedule 13D (this Amendment No.1) amends and supplements the Schedule 13D filed by Mr. David R. Brooks with the Securities and Exchange Commission on April 15, 2013, with respect to the shares of common stock, par value \$0.01 per share (the Common Stock), of Independent Bank Group, Inc., a Texas corporation (the Issuer). This Amendment No.1 is being filed by Mr. David R. Brooks (the Reporting Person) in connection with the sale of 100,000 shares of the Issuer s Common Stock by Mr. Brooks pursuant to the Underwriting Agreement dated August 1, 2016, among the Issuer, Mr. Brooks and certain other selling shareholders, and Sandler O Neil + Partners, L.P., as the underwriter (the Underwriting Agreement).

ITEM 4. Purpose of Transaction.

Item 4 is hereby amended and supplemented by adding the following:

Pursuant to the Underwriting Agreement, on August 1, 2016, the Reporting Person sold 100,000 shares of the Issuer s Common Stock to the Underwriter at a price of \$40.40 per share in a registered offering. The Reporting Person agreed to indemnify the Underwriter against certain liabilities, including liabilities under the Securities Act of 1933, as amended.

The foregoing description of the Underwriting Agreement does not purport to be complete and is qualified in its entirety by reference to the Underwriting Agreement, which is filed as Exhibit 10 hereto and is incorporated herein by reference.

Except as described in this Item 4 and Item 6 of this Amendment No.1 which are incorporated herein by reference, the Reporting Person has no current plans or proposals that would relate to result in any of the actions required to be reported herein.

ITEM 5. Interests in Securities of the Issuer.

Item 5 is hereby amended and restated in its entirety as follows:

- (a) **Aggregate Number and Percentage of Securities.** The Reporting Person is the beneficial owner of 1,003,652 shares of Common Stock of the Issuer, representing approximately 5.4% of the class. The shares of Common Stock beneficially owned by the Reporting Person consist of 900,382 shares of Common Stock owned directly by the Reporting Person, 80,000 shares of Common Stock owned directly by trusts established for the benefit of the Reporting Person s children, of which the Reporting Person and his wife are trustees, and 23,270 shares of Common Stock represented by warrants that are currently exercisable by the Reporting Person.
- (b) **Power to Vote and Dispose.** The Reporting Person has sole voting and dispositive power over the shares identified in response to Item 5(a) above, except that the Reporting Person has shared dispositive power with his wife over 80,000 shares of Common Stock owned directly by trusts of which the Reporting Person and his wife are trustees.

- (c) **Transactions Within the Past 60 Days.** Except as discussed herein, the Reporting Person has not effected any other transactions in the Issuer's securities, including its shares of Common Stock, within sixty (60) days preceding the date hereof.

- (d) **Certain Rights of Other Persons.** Not applicable.

- (e) **Date Ceased to be a 5% Owner.** Not applicable.

ITEM 6. Contracts, Arrangements, or Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 of this Amendment No.1 is hereby amended and supplement by adding the following:

The information set forth in Item 4 above is hereby incorporated by reference in response to Item 6.

ITEM 7. Material to be Filed as Exhibits.

| No. | Document |
|-----|--|
| 10. | Underwriting Agreement, dated as of August 1, 2016, by and among the Issuer, David R. Brooks, Daniel W. Brooks, Brian E. Hobart, Jan C. Webb and Sandler O Neil + Partners, L.P. (incorporated by reference to Exhibit 1.1 to the Issuer's Current Report on Form 8-K filed on August 2, 2016) |

SIGNATURE

After reasonable inquiry, and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this Statement on Schedule 13D is true, complete and correct.

Date: August 2, 2016

REPORTING PERSON:

/s/ David R. Brooks

David R. Brooks

Attention: Intentional misstatements or

omissions of fact constitute Federal

criminal violations (See 18 U.S.C. § 1001).

INDEX OF EXHIBITS

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