

WENDEL STEPHEN T
 Form 4
 April 04, 2019

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 *
WENDEL STEPHEN T

2. Issuer Name and Ticker or Trading Symbol
**ABRAXAS PETROLEUM CORP
 [AXAS]**

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
18803 MEISNER DRIVE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
04/01/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP - Contracts and Marketing

SAN ANTONIO, TX 78258
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Abraxas Petroleum Common Stock	04/01/2019		A		51,306	A	\$ 1.34
Abraxas Petroleum Common Stock							131,423
						I	401-K

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance-based Restricted Stock Unit	\$ 2.37							04/02/2021	04/02/2021	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 0.97							03/15/2017	03/15/2026	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 3.16							03/03/2016	03/03/2025	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 3.15							03/11/2015	03/11/2024	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 2.39							05/14/2014	05/14/2023	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 3.74							03/08/2013	03/08/2022	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 4.72							03/15/2012	03/15/2021	Abraxas Petroleum Common Stock
Employee Stock Option	\$ 2.09							03/16/2014	03/16/2020	Abraxas Petroleum Common Stock

Employee Stock Option	\$ 1.75					10/05/2010	10/05/2019			Stock Abraxas Petroleum Common Stock
Employee Stock Option	\$ 3.6					08/28/2011	08/28/2017			Stock Abraxas Petroleum Common Stock
Performance-based Restricted Stock Unit	\$ 1.34	04/01/2019		M	51,306 <u>(1)</u>		<u>(2)</u>		<u>(2)</u>	Stock Abraxas Petroleum Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WENDEL STEPHEN T 18803 MEISNER DRIVE SAN ANTONIO, TX 78258			VP - Contracts and Marketing	

Signatures

Stephen T.
Wendel

04/03/2019

**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).

- Each performance-based restricted share represents the right to receive, following vesting, up to 200% of one share of Abraxas Petroleum Corporation common stock. The resulting number of shares of common stock acquired upon vesting of the performance-based restricted shares is contingent upon achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year performance period beginning on April 1, 2019 and ending on April 1, 2022.
- (1)
 - (2) Unless earlier forfeited under the terms of the performance-based restricted shares, each performance-based share vest and converts into no more than 200% of one share.

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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