CONTINENTAL RESOURCES, INC

Form 4

September 24, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

SECURITIES may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Hamm Harold

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

Symbol

CONTINENTAL RESOURCES. INC [CLR]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction

_X__ Director _ 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year) 09/22/2014

below) CEO & Chairman

P.O. BOX 268836, 20 N. **BROADWAY**

(City)

(Street) 4. If Amendment, Date Original

(Zip)

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

Filed(Month/Day/Year)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

OKLAHOMA CITY, OK 73126

(State)

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Deficically Owned								
•				5. Amount of	6. Ownership	7. Nature of Indirect		
ontil/Day/Tear)	any	Code	(Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial
	(Month/Day/Year)	(Instr. 8)				Owned Following	Direct (D) or Indirect	Ownership (Instr. 4)
				(A)		Reported	(I)	(
		Codo V	Amount	or	Deigo	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
		Code v	Amount	(D)	\$	252 022 240		
/22/2014		P	48,966	A	67.2239 (1)	252,933,348 (2) (3)	D	
					_			
0/22/2014		P	23,033	A	67.9358 (4)	252,956,381 (2) (3)	D	
[()/	onth/Day/Year) //22/2014	onth/Day/Year) Execution Date, if any (Month/Day/Year)	onth/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8) Code V Z22/2014 P	onth/Day/Year) Execution Date, if any Code (Instr. 3, 4 (Month/Day/Year) (Instr. 8) Code V Amount P 48,966	Execution Date, if any Code (Instr. 3, 4 and 3 (Month/Day/Year) (Month/Day/Year) (A) or Code V Amount (D) (222/2014 P 48,966 A	Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Disposed of (D) Code (Instr. 3, 4 and 5)	Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, 4 and 5) Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Execution Date, if any Code (Instr. 3, 4 and 5) Beneficially Form: Owned Direct (D) Following Or Indirect Reported (Instr. 3 and 4)

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

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacroisdoic	Dute		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Hamm Harold P.O. BOX 268836 20 N. BROADWAY OKLAHOMA CITY, OK 73126	X	X	CEO & Chairman				

Signatures

/s/ Eric S. Eissenstat, Attorney-in-Fact

09/24/2014 Date

**Signature of Reporting Person

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).
- This transaction was executed in multiple trades at prices ranging from \$66.75 to \$67.74. The price reported represents the weighted (1) average transaction price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares transacted at each separate price.
- (2) All shares reported herein have been adjusted to reflect the 2 for 1 split paid on September 10, 2014.
- (3) Includes 116,680 shares of restricted common stock which vest on November 15, 2014; 201,450 shares of restricted common stock which vest on February 15, 2016; and 124,000 shares of restricted common stock which vest on February 15, 2017.
- This transaction was executed in multiple trades at prices ranging from \$67.76 to \$68.09. The price reported represents the weighted (4) average transaction price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares transacted 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.

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