CONTINENTAL RESOURCES, INC

Form 4

November 17, 2015

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Gould Gary E

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CONTINENTAL RESOURCES.

(Check all applicable)

SVP, Prod. & Res. Dev.

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

(Month/Day/Year) 11/15/2015

INC [CLR]

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

20 NORTH BROADWAY, P.O. BOX 268836

(Street)

(State)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

OKLAHOMA CITY, OK 73126

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following Reported

6. 7. Nature of Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)

(A) or Code V Price Amount (D)

Transaction(s) (Instr. 3 and 4)

Common 11/15/2015 Stock

F 10,656 D 34.29

 $102,752 \frac{(1)}{2}$

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------------|--------------------------------------|---------------|---------------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration D | ate | Amount of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired | | Securities | (Instr. 5) | Bene | |
| | Derivative | | | | | | (Instr. 3 and | 4) | Own | |
| | Security | | | | | | | | Follo | |
| | | | | | (A) or | | | | | Repo |
| | | | | | Disposed | | | | | Trans |
| | | | | | of (D) | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | | | | | Amou | ınt | |
| | | | | | | | | or | | |
| | | | | | | Date | Expiration | Title Numb | er | |
| | | | | | | Exercisable | Date | of | | |
| | | | | Code V | (A) (D) | | | Shares | S | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Gould Gary E 20 NORTH BROADWAY P.O. BOX 268836 OKLAHOMA CITY, OK 73126

SVP, Prod. & Res. Dev.

Signatures

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

11/17/2015

**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).
- Includes 28,000 shares of restricted common stock which vest on November 15, 2016; 8,836 shares of restricted common stock which vest on February 15, 2017; and 38,542 shares of restricted common stock which vest on February 15, 2018.

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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