## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	$D \subset$	205/19	
wasiiiigtoii,	D.C.	20549	

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average	burden						
hours per response	. 0.5						

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     SCOGGINS MYLES W												(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
SCOGGIVS WILES W													X	Director			10% Ow	ner		
(Last)	,	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2019								Officer (g below)	give title		Other (sp below)	pecify			
1050 17TH STREET																				
SUITE 800				<del>_</del>	4 If Amandment, Data of Original Filed (Month/Dov/Mass)								6 Indi	6 Individual or Joint/Croup Filing (Charle Applicable						
(04				'	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)  DENVE	R C	0	80265										X	Form file	d by One	Report	ing Person			
DENVE	K C	U	80205											Form filed by More than One Reporting Person						
(City)	(5	State)	(Zip)																	
		Т	able I - Non-	Derivat	tive S	ecurities	s Ac	quired	, Dis	posed	of, or B	ene	ficially	Owned						
Date			. Transact ate Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed		ities Acqu d Of (D) (Ir	ired ( nstr. 3	A) or 3, 4 and 5)	and 5) Securities Beneficial Owned Fo		Form:	Direct II Indirect E tr. 4) C	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) (D)	or	Price	Reported Transactio (Instr. 3 an				nstr. 4)			
	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)	Code (Instr.		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 Amou Securities Underl Derivative Securi (Instr. 3 and 4)		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Followin Reported	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Νu	nount or imber of iares		Transaction(s) (Instr. 4)					
Phantom Stock Units	\$0.00	12/31/2019		A		7,222.222		(1)		(1)	Common	7,	222.222	\$4.5	211,633	.2334	D			

#### **Explanation of Responses:**

1. Phantom stock units will be payable in cash or shares on the date of, or at a designated anniversary date following, the first to occur of the reporting person's (i) distribution election date which is not earlier than two years from the plan year, (ii) separation from service from QEP Resources, Inc.(subject to 6-month delay if necessary to comply with IRC 409A), (iii) death or (iv) disability, pursuant to the QEP Resources, Inc. Deferred Compensation Plan for Directors.

## Remarks:

/s/J. Erik Norris, Attorney in

**Fact** 

01/02/2020

\*\* 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.

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 Number.