

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <b>RATTIE KEITH O</b>			2. Issuer Name and Ticker or Trading Symbol <b>QEP RESOURCES, INC. [ QEP ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/29/2010</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
1050 17TH STREET, SUITE 500			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	CO	80265						
(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	12/29/2010		M		8,764	A	\$9.49	342,976	D	
Common Stock	12/29/2010		S		8,764	D	\$36.5599	334,212 <sup>(1)</sup>	D	
Common Stock	12/30/2010		M		658	A	\$9.49	334,870	D	
Common Stock	12/30/2010		S		658	D	\$36.5	334,212 <sup>(1)</sup>	D	
Common Stock	12/31/2010		M		8,578	A	\$9.49	342,790	D	
Common Stock	12/31/2010		S		8,578	D	\$36.5072	334,212 <sup>(1)</sup>	D	
Common Stock								2,542	I	IRA

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Units	\$36.31	12/31/2010		J		26,404.981		(2)	(2)	Phantom Stock Units	26,404.981	\$36.31	0 <sup>(3)</sup>	D	
Stock Option	\$9.49	12/29/2010		M		8,764		08/13/2001	02/13/2011	Common Stock	8,764	\$9.49	111,236	D	
Stock Option	\$9.49	12/30/2010		M		658		08/13/2001	02/13/2011	Common Stock	658	\$9.49	110,578	D	
Stock Option	\$9.49	12/31/2010		M		8,578		08/13/2001	02/13/2011	Common Stock	8,578	\$9.49	102,000	D	
Restricted Stock Unit	\$0.00							(4)	(4)	Common Stock	40,9341		34,159.9341	D	
Stock Option	\$7.78							08/11/2002	02/11/2012	Common Stock	271,286		271,286	D	
Stock Option	\$9.19							08/11/2003	02/11/2013	Common Stock	300,000		300,000	D	
Stock Option	\$23.98							06/30/2010	03/05/2016	Common Stock	147,174		147,174	D	
Stock Option	\$27.84							06/30/2010	02/13/2015	Common Stock	80,000		80,000	D	
Stock Option	\$36.48							06/30/2010	02/12/2016	Common Stock	30,000		30,000	D	
Stock Option	\$26.14							06/30/2010	10/24/2012	Common Stock	200,000		200,000	D	
Stock Option	\$27.55							06/30/2010	03/05/2017	Common Stock	125,000		125,000	D	

**Explanation of Responses:**

- My disposition of these shares was pursuant to a 10b5-1 plan. The shares were acquired by the exercise of an option that that would have expired in early 2011.
- Vested shares of phantom stock units will be payable in cash on the date of, or at a designated anniversary date following, the first to occur of the reporting person's (i) separation from service from QEP (subject to 6-month delay if necessary to comply with IRC 409A), (ii) death or (iii) disability, pursuant to the QEP Resources, Inc. Deferred Compensation Wrap Plan.
- This disposition represents Phantom Stock Units as a cash distribution of my 401k Supplemental Plan.
- The restricted stock units vest in three equal annual installments beginning on July 1, 2011, subject to accelerated vesting upon the occurrence of certain events as set forth in the award agreement.

**Remarks:**

Abigail L. Jones, Attorney in  
Fact

01/03/2011

\*\* 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.

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