

CIMAREX ENERGY CO

Form 4

June 09, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Abbott Gary R

(Last) (First) (Middle)

1700 LINCOLN STREET, SUITE
1800

(Street)

DENVER, CO 80203-4518

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CIMAREX ENERGY CO [XEC]

3. Date of Earliest Transaction
(Month/Day/Year)
06/07/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	06/07/2008		F	(A) or (D) D	Amount 1,321 (1) Price \$ 70.54	91,929 (2)	D
Common Stock	06/09/2008		S	D	\$ 71.92	91,729 (2)	D
Common Stock	06/09/2008		S	D	\$ 71.93	90,029 (2)	D
Common Stock	06/09/2008		S	D	\$ 71.94	89,829 (2)	D
Common Stock	06/09/2008		S	D	\$ 71.99	89,629 (2)	D

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Common Stock	06/09/2008	S	629	D	\$ 72	89,000 <u>(2)</u>	D	
Common Stock						1,173	I	By 401(k)

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficial Owned Following Reported Transaction (Instr. 6)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abbott Gary R 1700 LINCOLN STREET, SUITE 1800 DENVER, CO 80203-4518			Vice President	

Signatures

Paul Korus, as attorney
in fact 06/09/2008

 **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).

(2) Includes 17,000 stock units that may only be settled in shares of common stock on a one-for-one basis. 12,000 units vested on 12/9/2007 and become payable in common stock on 12/9/2010 and 5,000 units vest on 1/2/2010 and become payable in shares of common stock on 1/2/2013. Also includes 24,000 shares of restricted stock that vest on 1/3/2009 and are subject to certain performance criteria. 24,000

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shares of restricted stock that vest on 1/2/2010 and are subject to certain performance criteria and 24,000 shares of restricted stock that vest on 1/2/2011 and are subject to certain performance criteria.

- (1) Represents shares withheld to pay for taxes due upon the vesting on June 7, 2008 of 4,250 restricted stock units payable upon vesting in shares of common stock.

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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