STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction

(Month/Day/Year)

HELMERICH & PAYNE INC [HP]

HELMERICH & PAYNE INC

Form 4

February 07, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

10% Owner

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

_X__ Director

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

SECURITIES 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

Symbol

1(b).

(Last)

(Print or Type Responses)

HELMERICH HANS

1. Name and Address of Reporting Person *

(First)

(Middle)

1437 SOUTH BOULDER AVE.				02/07/2014				X_ Officer (give title Other (specify below) CEO			
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
	TULSA, OK	X 74119						Form filed by More than One Reporting Person			
	(City)	(State) ((Zip) Tab	le I - Non-D	erivative Se	curitie	es Acqı	uired, Disposed of	f, or Beneficial	ly 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. Securitie on(A) or Disp (Instr. 3, 4	osed c	of (D)	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)	
	Common Stock	02/07/2014			160,000	D (1)	\$ 0	1,645,915	I	Family Trust	
	Common Stock							793,230	D		
	Common Stock							9,675	I	By daughter (2)	
	Common Stock							37,470	I	By spouse	
	Common Stock							21,481	I	401(k) Plan	

Edgar Filing: HELMERICH & PAYNE INC - Form 4

Common Stock 33,600 I Family Trusts

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

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 control number.

SEC 1474

(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)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	7. Title Amount Underly Securiti (Instr. 3	t of ring es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Number		

Reporting Owners

Reporting Owner Name / Address	Relationships						
.r g	Director	10% Owner	Officer	Other			
HELMERICH HANS							
1437 SOUTH BOULDER AVE.	X		CEO				
TULSA, OK 74119							

Signatures

Jonathan M. Cinocca, by Power of Attorney for Hans Helmerich

02/07/2014

**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).
- This Form 4 reports a disposition of 160,000 shares from a family trust (over which the reporting person as trustee possesses voting and investment power) to another trust (with respect to which the reporting person is not a trustee and possesses no voting or investment power). There is no sale associated with this transaction.
- (2) The reporting person disclaims beneficial ownership of the shares, and this report should not be deemed an admission that the reporting person is the beneficial owner of the shares for purposes of Section 16 or otherwise.

Reporting Owners 2

Edgar Filing: HELMERICH & PAYNE INC - Form 4

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.