

Harding Amelia Kim
Form 4
October 23, 2017

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Harding Amelia Kim

2. Issuer Name **and** Ticker or Trading
Symbol
Midstates Petroleum Company, Inc.
[MPO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
321 SOUTH BOSTON, SUITE 1000
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/21/2017

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
VP-Human Resources & Admin

TULSA, OK 74103

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
____ Form filed by More than One Reporting
Person

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/21/2017		M		6,209	A	\$ 14.75
Common Stock	10/21/2017		F		4,185	D	\$ 14.75

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
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SEC 1474
(9-02)

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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. P Deri Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Employee Right to Buy)	\$ 19.66					(1)	10/21/2026	Common Stock	37,247	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Harding Amelia Kim 321 SOUTH BOSTON, SUITE 1000 TULSA, OK 74103	VP-Human Resources & Admin

Signatures

/s/ Harding, Amelia
Kim 10/23/2017

__Signature of Reporting Person Date

/s/ AMELIA KIM
HARDING 10/23/2017

__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).

In accordance with the Company's Chapter 11 Plan of Reorganization, the Reporting Person received an award of restricted stock units (1) and stock options (Options) granted on October 21, 2016, 1/6 of which will vest on 4/21/2017, an additional 1/6 of which will vest on 10/21/2017, an additional 1/3 of which will vest on 10/21/2018 and the final 1/3 of which will vest on 10/21/2019.

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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