

CONTINENTAL RESOURCES, INC
Form 4/A
July 01, 2016

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hamm Harold

2. Issuer Name and Ticker or Trading Symbol
CONTINENTAL RESOURCES, INC [CLR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/16/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO & Chairman

P. O. BOX 268836, 20 N. BROADWAY

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/18/2015

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

OKLAHOMA CITY, OK 73126

(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 | 09/16/2015 | | S | | 180,505,415 (1) | D | \$ 19.39 (2) | 283,116,538 (2) | I | By Harold Hamm Family LLC |

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.

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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 Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | 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 |
| Hamm Harold P. O. BOX 268836, 20 N. BROADWAY OKLAHOMA CITY, OK 73126 | X | X | CEO & Chairman | |

Signatures

/s/ Richard E. Green,
Attorney-in-Fact
Date: 07/01/2016

**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).

- (1) Represents the number of shares in which Mr. Hamm has a pecuniary interest that were deemed to have been transferred by Mr. Hamm on September 16, 2015 in connection with Mr. Hamm's previously reported transfer of \$3.5 billion Non-Voting Units (the "NVU Transfer") in the Harold Hamm Family LLC (the "LLC") to trusts established for the benefit of his family members who are also members of the LLC. Although the NVU Transfer reduced Mr. Hamm's pecuniary interest in the reported securities held by the LLC, it did not reduce his control of the LLC or his control of all of the reported securities held by the LLC. This Form 4 amendment does not reflect the effect of any transactions or events following September 16, 2015.

- (2) The reporting person is the sole manager of the LLC which owns the reported securities. As a result, he has elected to report the total number of reported securities held by the LLC which includes reported securities contributed to the LLC by Mr. Hamm, his family members and trusts established for their benefit. As sole manager, Mr. Hamm has sole voting and dispositive control over all reported securities held by the LLC. However, the reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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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