

WATSON ROBERT L G

Form 4

February 12, 2019

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
WATSON ROBERT L G

2. Issuer Name and Ticker or Trading Symbol  
ABRAXAS PETROLEUM CORP  
[AXAS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
18803 MEISNER DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/08/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
President/CEO

SAN ANTONIO, TX 78258

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| Abraxas Petroleum Common Stock  |                                      |                                                    |                                | (A) or (D)                                                        |                                                                                               |                                                          |                                   |
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (D)                                                      | Price                             |
| Abraxas Petroleum Common Stock  | 02/08/2019 <sup>(1)</sup>            |                                                    | P                              |                                                                   | 8,580 <sup>(1)</sup>                                                                          | A                                                        | \$ 1.12                           |
|                                 |                                      |                                                    |                                |                                                                   | 1,394,867                                                                                     | D                                                        |                                   |
|                                 |                                      |                                                    |                                |                                                                   | 244,603                                                                                       | I                                                        | 401-K                             |

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**

SEC 1474  
(9-02)

required to respond unless the form  
displays a currently valid OMB control  
number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V (A) (D)                                                                                  | Date Exercisable<br>Expiration Date                         | Title                                                          |
| Performance-based Restricted Stock Unit       | \$ 2.37                                                |                                         |                                                       |                                   |                                                                                            | 04/02/2021 04/02/2021                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 0.97                                                |                                         |                                                       |                                   |                                                                                            | 03/15/2017 03/15/2026                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 3.16                                                |                                         |                                                       |                                   |                                                                                            | 03/03/2016 03/03/2025                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 3.15                                                |                                         |                                                       |                                   |                                                                                            | 03/11/2016 03/11/2025                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 2.39                                                |                                         |                                                       |                                   |                                                                                            | 05/14/2014 05/14/2023                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 3.74                                                |                                         |                                                       |                                   |                                                                                            | 03/08/2013 03/08/2022                                       | Abraxas Petroleum Common Stock                                 |
| Employee Stock Option                         | \$ 4.72                                                |                                         |                                                       |                                   |                                                                                            | 03/15/2012 03/15/2021                                       | Abraxas Petroleum Common Stock                                 |

|                       |         |            |            |                                |   |
|-----------------------|---------|------------|------------|--------------------------------|---|
| Employee Stock Option | \$ 2.09 | 03/16/2011 | 03/16/2020 | Abraxas Petroleum Common Stock | 9 |
| Employee Stock Option | \$ 1.75 | 10/05/2010 | 10/05/2019 | Abraxas Petroleum Common Stock | 2 |
| Employee Stock Option | \$ 0.99 | 03/17/2010 | 03/17/2019 | Abraxas Petroleum Common Stock | 1 |
| Employee Stock Option | \$ 3.6  | 08/28/2011 | 08/28/2020 | Abraxas Petroleum Common Stock | 4 |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |               |       |
|-------------------------------------------------------------------|---------------|-----------|---------------|-------|
|                                                                   | Director      | 10% Owner | Officer       | Other |
| WATSON ROBERT L G<br>18803 MEISNER DRIVE<br>SAN ANTONIO, TX 78258 |               |           | President/CEO |       |

## Signatures

Robert L.G.  
Watson

02/12/2019

\_\_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) Employer match to 401-K for the year ended December 31, 2018.

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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