

Lutey Mary Ellen  
Form 3  
December 13, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Lutey Mary Ellen		(Month/Day/Year)	SM Energy Co [SM]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/05/2012		
1775 SHERMAN STREET,Â SUITE 1200			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
DENVER,Â COÂ 80203			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			VP & Regional Manager	
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock; \$.01 Par Value	11,993	D	Â
Common Stock; \$.01 Par Value	7,125	I	By husband <sup>(4)</sup>
Common Stock; \$.01 Par Value	1,000	I	Jointly with husband

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Restricted Stock Units	Â (1)	Â (1)	Common Stock	614	\$ (1)	D	Â
Restricted Stock Units	Â (1)	Â (1)	Common Stock	410	\$ (1)	I	By husband (4)
Restricted Stock Units	Â (2)	Â (2)	Common Stock	485	\$ (2)	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	377	\$ (2)	I	By husband (4)
Restricted Stock Units	Â (2)	Â (2)	Common Stock	79	\$ (2)	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	61	\$ (2)	I	By husband (4)
Restricted Stock Units	Â (3)	Â (3)	Common Stock	1,120	\$ (3)	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	891	\$ (3)	I	By husband (4)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lutey Mary Ellen 1775 SHERMAN STREET SUITE 1200 DENVER,Â COÂ 80203	Â	Â	Â VP & Regional Manager	Â

## Signatures

Karin M. Writer  
(Attorney-In-Fact) 12/13/2012

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests over a three year period, with 1/7th vesting on July 1, 2011, 2/7th vesting on July 1, 2012, and 4/7th vesting on July 1, 2013. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.
- (1) Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests over a three year period, with 1/7th vesting on July 1, 2011, 2/7th vesting on July 1, 2012, and 4/7th vesting on July 1, 2013. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.
- (2) Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests over a three year period, with 1/7th vesting on July 1, 2012, 2/7th vesting on July 1, 2013, and 4/7th vesting on July 1, 2014. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

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issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.

- Each restricted stock unit represents a contingent right to receive one share of stock. The restricted stock unit grant vests in three equal
- (3) annual installments beginning July 1, 2013. The vested shares will be issued to the reporting person on the vesting dates, at which time all restrictions on the vested shares will lapse.
  - (4) The reporting person's husband is also employed by the issuer and receives restricted stock units from the issuer as part of his compensation.

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.