

CIMAREX ENERGY CO
 Form 4/A
 February 04, 2003

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

FORM 4

OMB APPROVAL

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

**STATEMENT OF
 CHANGES IN BENEFICIAL OWNERSHIP**

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response 0.5

See Instruction 1(b).

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. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Albi	Joseph	R	Cimarex Energy Co. (XEC)		<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
c/o Cimarex Energy Co. 707 17th Street, Suite 3300			4. Statement for Month/Day/Year 12/06/02		Vice President Engineering	
(Street)			5. If Amendment, Date of Original (Month/Day/Year)		7. Inxdividual or Joint/Group Filing (Check Applicable Line)	
Denver	Colorado	80202-3404	12/10/02		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount (A) Price or (D)			
Common Stock	12/06/02		A	45,500(1) A	45,500	D	
					800	I	by IRA
					250	I	by mother

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)	
					Code V	(A) (D)	Date Exercisable	Expiration Date
Employee Stock Option (right to buy)	\$16.65	12/06/02		A	91,00	(2)		12/06/12

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
<u>Title</u> Common Stock	<u>Amount or Number of Shares</u> 91,000	152,500	D	

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Explanation of Responses:

- (1) The restricted stock award vests in its entirety on December 6, 2007. Any stock acquired pursuant to the award may not be sold on or before the eighth anniversary of the date of grant (December 6, 2010), with the exception of shares withheld for taxes.
- (2) The option vests in five equal installments beginning on December 6, 2003. The option holder is required to retain 50% of the profit shares received upon exercise until the eighth anniversary of the date of grant (December 6, 2010).
- (3) Mr. Albi has executed a Power of Attorney, a copy of which has been previously filed, authorizing Paul Korus to execute this Form 4 on his behalf.

*

02/03/03

**Signature of Reporting Person

Date

*By: /s/ Paul Korus

Paul Korus, Attorney in Fact(3)

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

<http://www.sec.gov/divisions/corpfin/forms/form4.htm>

Last update: 09/05/2002