

MERELLI F H
Form 4
January 03, 2007

FORM 4

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

OMB APPROVAL

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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 *
MERELLI F H

(Last) (First) (Middle)

1700 LINCOLN STREET, SUITE 1800

(Street)

DENVER, CO 80203-4518

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIMAREX ENERGY CO [XEC]

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman, CEO, President

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 01/02/2007 | | A | (A) 60,000 (1) | \$ 0 455,300 (2) | D | |
| Common Stock | 01/02/2007 | | M | 250,000 | \$ 11.375 705,300 (2) | D | |
| Common Stock | 01/02/2007 | | F | 148,771 | \$ 36.5 556,529 (2) | D | |
| Common Stock | | | | | 13,050 | I | By 401(k) |
| Common Stock | | | | | 152,300 | I | By IRA |

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Stock Options (Right to buy) | \$ 13.3125 | | | | | 09/30/2002 05/25/2010 | Common Stock 125,000 |
| Stock Options (Right to buy) | \$ 16.65 | | | | | 12/06/2003 12/06/2012 | Common Stock 422,400 |
| Stock Options (Right to buy) | \$ 11.375 | 01/02/2007 | | M | 250,000 | 01/26/2002 01/27/2007 | Common Stock 250,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MERELLI F H 1700 LINCOLN STREET, SUITE 1800 DENVER, CO 80203-4518 | X | | Chairman, CEO, President | |

Signatures

Paul Korus,
attorney-in-fact 01/03/2007

**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 restricted shares that are subject to three-year cliff vesting and the satisfaction of certain performance criteria.

Includes 211,200 stock units that vest in five equal annual installments beginning on December 6, 2003 and become payable in shares of common stock on December 6, 2010. Also includes 60,000 shares of restricted stock that vest on January 3, 2009 and are subject to certain performance criteria and 60,000 shares of restricted stock that vest on January 2, 2010 and are subject to certain performance criteria.

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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