

ABRAXAS PETROLEUM CORP
 Form 4
 March 28, 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 *
 Bommer Peter A.

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)
 01/29/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP - Engineering

SAN ANTONIO, TX 78258

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Abraxas Petroleum Corp Common Stock | | | | | 270,462 | D | |
| Abraxas Petroleum Common Stock | 01/29/2016 ⁽¹⁾ | | P | | 8,138 <u>(1)</u> | A | \$ 1.14 |
| | | | | | 30,706 | I | 401-K |

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

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SEC 1474
(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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------------|-----------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Am Nu Sha |
| Employee Stock Option | \$ 0.97 | 03/15/2016 | | A | 148,000 | 03/15/2017 ⁽²⁾ | 03/15/2026 | Abraxas Petroleum Common Stock | 14 |
| Employee Stock Option | \$ 3.16 | | | | | 03/03/2016 | 03/03/2025 | Abraxas Petroleum Common Stock | 20 |
| Employee Stock Option | \$ 3.15 | | | | | 03/11/2015 | 03/11/2024 | Abraxas Petroleum Common Stock | 23 |
| Employee Stock Option | \$ 2.39 | | | | | 05/14/2014 | 05/14/2023 | Abraxas Petroleum Common Stock | 23 |
| Employee Stock Option | \$ 3.74 | | | | | 03/08/2013 | 03/08/2022 | Abraxas Petroleum Common Stock | 10 |
| Employee Stock Option | \$ 3.55 | | | | | 08/09/2012 | 08/09/2021 | Abraxas Petroleum Common Stock | 23 |
| Employee Stock Option | \$ 4.72 | | | | | 03/15/2012 | 03/15/2021 | Abraxas Petroleum Common Stock | 13 |
| Employee Stock | \$ 2.09 | | | | | 03/16/2011 | 03/16/2020 | Abraxas Petroleum | 35 |

| | | | | | | |
|-----------------------|---------|--|------------|------------|--------------------------------|---|
| Option | | | | | Common Stock | |
| Employee Stock Option | \$ 1.75 | | 10/05/2010 | 10/05/2019 | Abraxas Petroleum Common Stock | 3 |
| Employee Stock Option | \$ 0.99 | | 03/17/2010 | 03/17/2019 | Abraxas Petroleum Common Stock | 7 |
| Employee Stock Option | \$ 3.61 | | 09/05/2008 | 09/05/2017 | Abraxas Petroleum Common Stock | 5 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bommer Peter A. 18803 MEISNER DRIVE SAN ANTONIO, TX 78258 | | | VP - Engineering | |

Signatures

Peter A. Bommer 03/28/2016

**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) Employer match to 401-K for the year ended December 31, 2014.
- (2) Options vest at 25% per year beginning one year from date of grant.

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.