Tucker Brian L Form 4 January 28, 2019

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

**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

1(b).

(Print or Type Responses)

1. Name and Address of Tucker Brian L	f Reporting Person *	2. Issuer Name and Ticker or Trading Symbol PIONEER ENERGY SERVICES CORP [PES]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
(Last) (First 1250 NE LOOP 410	, , ,	3. Date of Earliest Transaction (Month/Day/Year) 01/24/2019	Director 10% Owner X Officer (give title Other (specify below) EVP, COO
(Stre	,	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) (Stat	te) (Zin)		

(City)	(State)	(Zip) Table	e I - Non-D	erivative S	Securit	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	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	(D)	Price	(Ilisti. 3 and 4)		
Common Stock	01/25/2019		M	23,292	A	<u>(1)</u>	99,880	D	
Common Stock	01/25/2019		F	6,906	D	\$ 1.43	92,974	D	

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

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# 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. Transactic Code (Instr. 8)	5. Number of Derivative & Acquired (A Disposed of (Instr. 3, 4,	Securities A) or f (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour Numbe Shares
Restricted Stock Units	(1)	01/24/2019		A	136,948	,	(2)	(2)	Common Stock	136,9
Phantom Stock (4)	<u>(5)</u>	01/24/2019		A	76,948		<u>(6)</u>	(6)	Common Stock	76,9
Restricted Stock Units	(1)	01/25/2019		M		23,292	(3)	(3)	Common Stock	46,5

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Tucker Brian L							
1250 NE LOOP 410 #1000			EVP, COO				
SAN ANTONIO TY 78200							

### **Signatures**

Kurt Forkheim, Attorney-in-fact for Brian L.

Tucker 01/28/2019

\*\*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) Restricted Stock Units convert into common stock on a one-for-one basis.
- (2) The Restricted stock units vest in three equal annual installments on January 24, 2020, January 24, 2021, and January 24, 2022.
- On January 25, 2018, the reporting person was granted 69,876 restricted stock units vesting in three equal annual installments on January 25, 2019, January 25, 2020, and January 25,2021.
- (4) Phantom Stock Units ("PSUs") are payable in cash or shares of common stock of Pioneer Energy Services Corp. (the "Company"). The PSUs were awarded pursuant to the Company's Amended and Restated 2007 Incentive Plan.
- Each PSU is the economic equivalent of one share of the Company's common stock. Each PSU, when converted to cash or stock, will be equivalent to the average closing price of the Company's common stock for the last 14 consecutive trading days in the month of December immediately prior to the respective vesting date; provided that the maximum vesting date value is \$4.62.
- (6) The PSUs vest in three equal annual installments on January 24, 2020, 2021 and 2022.

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#### **Remarks:**

Exhibit List: Exhibit 24 - Power of Attorney

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.