

CONTINENTAL RESOURCES INC

Form 4

July 31, 2008

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 *
Hamm Harold

2. Issuer Name and Ticker or Trading Symbol
CONTINENTAL RESOURCES INC [CLR]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
P. O. BOX 1032, 302 N. INDEPENDENCE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2008

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

ENID, OK 73702

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

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|---|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 07/30/2008 | | P | 1,089 | A | \$ 54.04 | 123,141,797 (1) | I | Revocable Inter Vivos Trust of Harold G. Hamm (2) |
| Common Stock | 07/30/2008 | | P | 2,911 | A | \$ 54.08 | 123,144,708 (1) | I | Revocable Inter Vivos Trust of Harold G. Hamm (2) |
| | 07/30/2008 | | P | 6,000 | A | | | I | |

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|--------------|------------|---|-------|---|----------|---------------------------|---|--|
| Common Stock | | | | | \$ 54.51 | 123,150,708 <u>(1)</u> | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 1,273 | A | \$ 54.6 | 123,151,981 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 54.63 | 123,152,081 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 2,427 | A | \$ 54.66 | 123,154,508 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 1,200 | A | \$ 54.71 | 123,155,708 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 55.47 | 123,155,808 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 55.48 | 123,155,908 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 55.53 | 123,156,008 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 55.57 | 123,156,108 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| | 07/30/2008 | P | 400 | A | | | I | |

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|--------------|------------|---|-------|---|----------|---------------------------|---|--|
| Common Stock | | | | | \$ 55.59 | 123,156,508 <u>(1)</u> | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 400 | A | \$ 55.6 | 123,156,908 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 500 | A | \$ 55.81 | 123,157,408 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 3,300 | A | \$ 55.82 | 123,160,708 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 500 | A | \$ 56.1 | 123,161,208 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 56.95 | 123,161,408 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 56.99 | 123,161,608 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 4,100 | A | \$ 57 | 123,165,708 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 57.42 | 123,165,908 <u>(1)</u> | I | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| | 07/30/2008 | P | 1,000 | A | | | I | |

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|--------------|------------|---|-------|---|----------|-------------|---|--|--|
| Common Stock | | | | | \$ 57.43 | 123,166,908 | | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 700 | A | \$ 57.45 | 123,167,608 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 5,000 | A | \$ 57.46 | 123,172,608 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 57.49 | 123,172,808 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 2,900 | A | \$ 57.5 | 123,175,708 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 57.54 | 123,175,908 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 400 | A | \$ 57.55 | 123,176,308 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 100 | A | \$ 57.56 | 123,176,408 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| Common Stock | 07/30/2008 | P | 200 | A | \$ 57.57 | 123,176,608 | I | | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
| | 07/30/2008 | P | 310 | A | | | I | | |

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| Common Stock | \$ 123,176,918 57.64 ⁽¹⁾ | Revocable Inter Vivos Trust of Harold G. Hamm ⁽²⁾ |
|--------------|--|--|

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

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.

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hamm Harold P. O. BOX 1032 302 N. INDEPENDENCE ENID, OK 73702 | X | X | CEO, Chairman | |

Signatures

Harold Hamm 07/31/2008
**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)

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Includes 73,337 shares of restricted common stock which vest on October 5, 2008 and 160,000 shares of restricted common stock which vest 50% on each of October 5, 2009 and October 5, 2010.

- (2) Mr. Hamm holds the shares through the Revocable Inter Vivos Trust of Harold G. Hamm, for which Mr. Hamm is both the Trustee and sole beneficiary.

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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