

Palm James D  
Form 4  
May 30, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Palm James D

2. Issuer Name and Ticker or Trading Symbol  
GULFPORT ENERGY CORP  
[GPOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
14313 NORTH MAY AVENUE, SUITE 100  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/28/2013

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

OKLAHOMA CITY, OK 73134

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 Ownership (Instr. 4) |            |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
|                                 |                                      |  |                                | Code  | V | Amount |   |  |                                   | (A) or (D) | Price |
| Common Stock                    | 05/29/2013                           |  | M                              |   |   | 46,700 | A   | \$ 11.2  | 213,087                           | D          |       |
| Common Stock                    | 05/29/2013                           |  | S                              |   |   | 46,700 | D   | \$ 49.2888<br>(1)  | 166,387                           | D          |       |
| Common Stock                    | 05/28/2013                           |  | M                              |   |   | 78,300 | A   | \$ 11.2  | 244,687                           | D          |       |
| Common Stock                    | 05/28/2013                           |  | S                              |   |   | 78,300 | D   | \$ 49.6252<br>(2)  | 166,387                           | D          |       |

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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.**

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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 Security (Instr. 3 and 4) |       |                |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title | Am or Num of S |
| Non-Qualified Stock Option (right to buy)  | \$ 11.2  | 05/29/2013                           |  | M                              | 46,700  | 12/01/2008 12/01/2015                                    | Common Stock  | 46    |                |
| Non-Qualified Stock Option (right to buy)  | \$ 11.2  | 05/28/2013                           |  | M                              | 78,300  | 12/01/2008 12/01/2015                                    | Common Stock  | 78    |                |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Palm James D<br>14313 NORTH MAY AVENUE<br>SUITE 100<br>OKLAHOMA CITY, OK 73134 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ James D.  
Palm 05/30/2013

\*\*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) This transaction was executed in multiple trades at prices ranging from \$48.355 to \$50.09. The price reported above reflects the weighted average sale price.
- (2)

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This transaction was executed in multiple trades at prices ranging from \$49.05 to \$50.52. The price reported above reflects the weighted average sale price.

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.