

WPX ENERGY, INC.

Reported by
BUCK NEAL A

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/23/13 for the Period Ending 10/22/13

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|-------------|--|
| Address | ONE WILLIAMS CENTER TULSA, OK 74172 |
| Telephone | 9185732000 |
| CIK | 0001518832 |
| Symbol | WPX |
| SIC Code | 1311 - Crude Petroleum and Natural Gas |
| Industry | Oil & Gas Operations |
| Sector | Energy |
| Fiscal Year | 12/31 |

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
or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|---|--|
| 1. Name and Address of Reporting Person * Buck Neal A (Last) (First) (Middle) ONE WILLIAMS CENTER (Street) TULSA, OK 74172 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol WPX ENERGY, INC. [WPX] 3. Date of Earliest Transaction (MM/DD/YYYY) 10/22/2013 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|---------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 10/22/2013 | | M (1) | | 5000 | A | \$6.02 | 60911 | D | |
| Common Stock | 10/22/2013 | | M (1) | | 5007 | A | \$10.68 | 65918 | D | |
| Common Stock | 10/22/2013 | | S (1) | | 10007 | D | \$23.0045 (2) | 55911 | D | |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|---|-----------------|---|----------------------------|--|---|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Options (Right to Buy) | \$6.02 | 10/22/2013 | | M (1) | | 5000 | (3) | 2/23/2019 | Common Stock | 5000 | \$0.00 | 11094 | D | |
| Employee Options (Right to Buy) | \$10.68 | 10/22/2013 | | M (1) | | 5007 | (4) | 2/25/2015 | Common Stock | 5007 | \$0.00 | 0 | D | |

Explanation of Responses:

- (1) Options exercised and shares sold pursuant to 10b5-1 trading plan.
- (2) This transaction was executed in multiple trades at prices ranging from \$23.00 per share to \$23.01 per share. The price reported reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) Options vested on February 23, 2011 and February 23, 2012.
- (4) Options vested on February 25, 2006, February 25, 2007 and February 25, 2008.

Reporting Owners

| | |
|--|---------------|
| | Relationships |
|--|---------------|

| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
|--|----------|-----------|------------------------------|-------|
| Buck Neal A ONE WILLIAMS CENTER TULSA, OK 74172 | | | Senior Vice President | |

Signatures

By: Stephen E. Brilz, Attorney-in-Fact for Neal A. Buck

10/23/2013

** Signature of Reporting Person

Date

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

* 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).

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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