

RAMSEY CHARLES E JR
Form 4/A
February 14, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 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 *
RAMSEY CHARLES E JR

2. Issuer Name and Ticker or Trading Symbol
PIONEER NATURAL RESOURCES CO [PXD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5205 N. O'CONNOR BLVD.,
SUITE 200

(Street)

IRVING, TX 75039

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
06/07/2011

4. If Amendment, Date Original Filed(Month/Day/Year)
11/16/2011

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock ⁽¹⁾	06/07/2011		G	V	1,057	A \$ 0	22,151	I	by Trust
Common Stock ⁽¹⁾	06/07/2011		G	V	1,057	D \$ 0	2,700	D	
Common Stock ⁽¹⁾	09/07/2011		G	V	675	A \$ 0	22,826	I	by Trust
Common Stock ⁽¹⁾	09/07/2011		G	V	675	D \$ 0	2,025	D	
Common Stock	11/14/2011		S		200 ⁽²⁾	D \$ 92.36	22,626	I	by Trust

Edgar Filing: RAMSEY CHARLES E JR - Form 4/A

Common Stock	11/14/2011	S	700 <u>(2)</u>	D	\$ 92.4285	21,926	I	by Trust
Common Stock	11/14/2011	S	200 <u>(2)</u>	D	\$ 92.46	21,726	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.485	21,626	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.56	21,526	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.33	21,426	I	by Trust
Common Stock	11/14/2011	S	700 <u>(2)</u>	D	\$ 92.37	20,726	I	by Trust
Common Stock	11/14/2011	S	500 <u>(2)</u>	D	\$ 92.44	20,226	I	by Trust
Common Stock	11/14/2011	S	200 <u>(2)</u>	D	\$ 92.47	20,026	I	by Trust
Common Stock	11/14/2011	S	900 <u>(2)</u>	D	\$ 92.4939	19,126	I	by Trust
Common Stock	11/14/2011	S	300 <u>(2)</u>	D	\$ 92.5333	18,826	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.58	18,726	I	by Trust
Common Stock	11/14/2011	S	200 <u>(2)</u>	D	\$ 92.34	18,526	I	by Trust
Common Stock	11/14/2011	S	400 <u>(2)</u>	D	\$ 92.42	18,126	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.445	18,026	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.48	17,926	I	by Trust
Common Stock	11/14/2011	S	100 <u>(2)</u>	D	\$ 92.5	17,826	I	by Trust

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)

