

MILLER ENERGY RESOURCES, INC.

Form 4

April 18, 2014

**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 \*  
BRAWLEY JOHN M

2. Issuer Name and Ticker or Trading Symbol  
MILLER ENERGY RESOURCES, INC. [MILL]

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

(Last) (First) (Middle)  
9721 COGDILL ROAD, SUITE 302  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
04/16/2014

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
CFO

KNOXVILLE, TN 37932

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	(D)	Price
Common Stock	04/16/2014 <sup>(1)</sup>		A		35,000	A	\$ 0
					35,000	D	

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
OPTION	\$ 6.11	04/16/2014 <sup>(2)</sup>		A		300,000		05/12/2014	11/12/2023	Common Stock	300,000
OPTION	\$ 6.11	04/16/2014 <sup>(2)</sup>		A		250,000		11/12/2015	11/12/2023	Common Stock	250,000
OPTION	\$ 6.11	04/16/2014 <sup>(2)</sup>		A		250,000		11/12/2016	11/12/2023	Common Stock	250,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRAWLEY JOHN M 9721 COGDILL ROAD SUITE 302 KNOXVILLE, TN 37932			CFO	

## Signatures

/s/ John M. Brawley, Jr. 04/18/2014

\*\*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).

This restricted stock grant was approved by a committee of Miller Energy Resources, Inc.'s board of directors on February 12, 2014; (1) subject to shareholder approval of an increase in the number of shares available for grant under the 2011 Equity Compensation Plan. Such shareholder approval was obtained on April 16, 2014. These shares shall vest on November 12, 2014.

This option grant was approved by a committee of Miller Energy Resources, Inc.'s board of directors on November 12, 2013 subject to (2) shareholder approval of an increase in the number of shares available for grant under the 2011 Equity Compensation Plan. Such shareholder approval was obtained on April 16, 2014.

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.