

YORKTOWN ENERGY PARTNERS V LP
 Form 4
 May 14, 2009

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 *
 Yorktown V CO LLC

2. Issuer Name and Ticker or Trading Symbol
 CONCHO RESOURCES INC
 [CXO]

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

(Last) (First) (Middle)
 410 PARK AVENUE, 19TH FLOOR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/12/2009

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

NEW YORK, NY 10022-4407

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)
				(A) or (D)	Price		
Common Stock, par value \$0.001 per share	05/12/2009		J ⁽¹⁾	316,500 D	\$ 0	1,611,965 ⁽²⁾	I
							See footnote ⁽³⁾

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)

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. Nu
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yorktown V CO LLC 410 PARK AVENUE 19TH FLOOR NEW YORK, NY 10022-4407				See Remarks
YORKTOWN ENERGY PARTNERS V LP 410 PARK AVENUE 19TH FLOOR NEW YORK, NY 10022-4407				See Remarks

Signatures

/s/ W. Howard Keenan, Jr. 05/13/2009

**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) Pro rata distribution from Yorktown Energy Partners V, L.P. and Yorktown V Company LLC.
- The reporting entities disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that the reporting entities are the beneficial owners of these securities for Section 16 or any other purpose. Of these securities, 2,968 shares are held by W. Howard Keenan, Jr. for the benefit of Yorktown Energy Partners V, L.P.
- (3) These securities are owned directly by Yorktown Energy Partners V, L.P., of which Yorktown V Company LLC is the general partner. Yorktown V Company LLC is an indirect beneficial owner of the reported securities.

Remarks:

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The reporting entities are filing this Form 4, because they are affiliated with W. Howard Keenan, Jr., a member of the board of directors of the issuer.

Exhibit List

Exhibit 99 - Joint Filer Information

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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