

WOODCOCK STEPHEN F
 Form 4
 April 19, 2011

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

OMB APPROVAL

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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 *
WOODCOCK STEPHEN F

2. Issuer Name and Ticker or Trading Symbol
CALLON PETROLEUM CO [CPE]

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

(Last) (First) (Middle)
 200 NORTH CANAL STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/18/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice-President, Exploration

NATCHEZ, MS 391203212
 (City) (State) (Zip)

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

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) Code V Amount (D) Price			
Common Stock	04/18/2011	04/18/2011	F	V 166 ⁽¹⁾ D \$ 6.51	37,377	D	
Common Stock					12,112 ⁽²⁾	I	401(k) Account

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

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SEC 1474 (9-02)

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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. Amount or Number of Shares
2009 Restricted Stock Units - cash ⁽³⁾	\$ 1.63					<u>(3)</u> <u>(3)</u>	Common Stock	4,200
2009 Restricted Stock Units - shares ⁽⁴⁾	\$ 1.63					<u>(4)</u> <u>(4)</u>	Common Stock	23,800
2010 Phantom Shares ⁽⁵⁾	\$ 4.95					11/08/2010 12/31/2012	Common Stock	37,500
2010 Restricted Stock Units - cash ⁽⁶⁾	\$ 4.95					11/08/2010 05/07/2013	Common Stock	11,250
2010 Restricted Stock Units - shares ⁽⁷⁾	\$ 4.95					11/08/2010 05/07/2013	Common Stock	63,750
Stock Option (Right to Buy)	\$ 4.5					01/13/2003 07/12/2012	Common Stock	13,250
Stock Option (Right to Buy)	\$ 3.7					02/24/2003 08/23/2012	Common Stock	8,500

