

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-23** | Period of Report: **2013-01-19**
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REPORTING OWNER

WELCH DAVID H

CIK: **1284551**

Type: **4** | Act: **34** | File No.: **001-12074** | Film No.: **13541704**

Mailing Address
200 WEST CONGRESS
STREET
LAFAYETTE LA 70501

ISSUER

STONE ENERGY CORP

CIK: **904080** | IRS No.: **721235413** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address
625 E KALISTLE SALOOM
RD
LAFAYETTE LA 70508

Business Address
625 E KALISTE SALOOM RD
LAFAYETTE LA 70508
3182370410

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| | | | | | | | | |
|---|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person WELCH DAVID H | | | 2. Issuer Name and Ticker or Trading Symbol STONE ENERGY CORP [SGY] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/19/2013 | | | 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 | | |
| 625 E. KALISTE SALOOM RD. (Street) LAFAYETTE, LA 70508 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | |
| (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 Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---|--|---|-------|
| | | | Code | V | Amount | (A) or (D) | | | | Price |
| Common Stock, \$.01 par value | 01/19/2013 | | E | | 14,052 | D | \$22.095 | 398,298 | D | |

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 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 | (A) | (D) | Date Exercisable | Expiration Date | | | | | |
| Employee Stock Options | \$48.895 | | | | | | | 04/01/2009 | 04/01/2014 | Common Stock, \$.01 par value | | 100,000 | D | |
| Employee Stock Options | \$48.285 | | | | | | | 06/16/2010 | 06/16/2015 | Common Stock, \$.01 par value | | 30,000 | D | |

| | | | | | | | | | | | | | | | |
|------------------------|----------|--|--|--|--|--|--|------------|------------|-------------------------------|--------|--|--------|---|--|
| Employee Stock Options | \$47.745 | | | | | | | 02/07/2011 | 02/07/2016 | Common Stock, \$.01 par value | 15,000 | | 15,000 | D | |
| Employee Stock Options | \$33.19 | | | | | | | 01/09/2012 | 01/09/2017 | Common Stock, \$.01 par value | 15,000 | | 15,000 | D | |
| Employee Stock Options | \$44.67 | | | | | | | 01/15/2013 | 01/15/2018 | Common Stock, \$.01 par value | 25,000 | | 25,000 | D | |
| Employee Stock Options | \$10.05 | | | | | | | 01/15/2014 | 01/15/2019 | Common Stock, \$.01 par value | 20,000 | | 20,000 | D | |
| Employee Stock Options | \$6.97 | | | | | | | 02/17/2014 | 02/17/2019 | Common Stock, \$.01 par value | 29,474 | | 29,474 | D | |

Signatures

David H. Welch

** Signature of Reporting Person

01/23/2013

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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