

CONTINENTAL RESOURCES INC
 Form 5
 February 16, 2010

FORM 5

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

OMB APPROVAL

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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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Stark Jack H

2. Issuer Name and Ticker or Trading Symbol
 CONTINENTAL RESOURCES INC [CLR]

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

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 Sr. V.P. Exploration

P. O. BOX 1032, 302 N. INDEPENDENCE
 (Street)

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

6. Individual or Joint/Group Reporting
 (check applicable line)

ENID, OK 73702
 (City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| Common Stock | 11/17/2008 | Â | G | 6,347 D \$ 0 | 121,136 (1) | I (2) | Limited liability company owned by reporter and his spouse. |
| | 01/09/2009 | Â | G | 53,179 D \$ 0 | 121,136 (1) | I (2) | |

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|--------------|------------|---|---|--------|---|------|------------------------|------------------|--|-------------------------------------------------------------|
| Common Stock | | | | | | | | | | Limited liability company owned by reporter and his spouse. |
| Common Stock | 03/24/2009 | Â | G | 7,403 | D | \$ 0 | 121,136 ⁽¹⁾ | I ⁽²⁾ | | Limited liability company owned by reporter and his spouse. |
| Common Stock | 11/16/2009 | Â | G | 10,307 | D | \$ 0 | 121,136 ⁽¹⁾ | I ⁽²⁾ | | Limited liability company owned by reporter and his spouse. |
| Common Stock | 12/29/2009 | Â | G | 2,500 | D | \$ 0 | 121,136 ⁽¹⁾ | I ⁽²⁾ | | Limited liability company owned by reporter and his spouse. |

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 2270 (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. of D Se B O E Is Fi (I |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|---------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stark Jack H P. O. BOX 1032 302 N. INDEPENDENCE ENID, OK 73702 | Â | Â | Â Sr. V.P. Exploration | Â |

Signatures

Donald P. Fischbach, Attorney
in Fact

02/16/2010

__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 transaction involved a gift of securities by the reporting person to a limited liability company owned by the reporter and his spouse.

- (1) The reported number includes 15,000 shares of restricted stock which vest on October 5, 2010; 13,200 shares of restricted stock which vest on October 5, 2011; and 13,200 shares of restricted stock which vest on October 5, 2012.
- (2) All unvested shares (see footnote #1) are owned by the reporting person directly.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.