Independence Contract Drilling, Inc.

Form 4

February 10, 2017

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

BATES THOMAS R JR

2. Issuer Name and Ticker or Trading Symbol

Independence Contract Drilling, Inc.

[ICD]

(Last) (First) (Middle)

(Street)

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

02/08/2017

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

10% Owner

Other (specify

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

11601 NORTH GALAYDA

STREET

(Instr. 3)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X_ Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

HOUSTON, TX 77086

(State) (City) 1. Title of 2. Transaction Date 2A. Deemed Security

(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

or

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 Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactiorDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. 1 Underlying Securities

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| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code Securitie (Instr. 8) Acquired or Dispos (D) (Instr. 3, and 5) | | ed (A) posed of | | Year) | (Instr. 3 and 4) | | Sec (In |
|------------------------------|--|------------|-------------------------|--|--------|--------------------|---------------------|--------------------|------------------|-------------------------------------|------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | S |
| Restricted Stock Units | <u>(1)</u> | 02/08/2017 | | A | 17,036 | | (2) | (2) | Common Stock | 17,036 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BATES THOMAS R JR 11601 NORTH GALAYDA STREET X HOUSTON, TX 77086

Signatures

/s/ Philip A. Choyce, as Attorney-in-Fact 02/09/2017

**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) Each restricted stock unit represents a contingent right to receive one share of ICD's common stock.
- (2) The reporting person received a restricted stock unit that vests on the one year anniversary of the date of grant. ICD will settled vested RSUIs within 30 days of the date that such RSU's vest.

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.

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