Ni Zhaoxing Form 4 October 25, 2011

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Ni Zhaoxing

Symbol CRIMSON EXPLORATION INC.

(Check all applicable)

[CXPO]

(Last)

3. Date of Earliest Transaction

_X__ Director 10% Owner

(Month/Day/Year)

10/21/2011

Officer (give title _ Other (specify

CHRYSLER BUILDING, 405 LEXINGTON AVE., 65TH FLOOR

10/25/2011

(First)

(Middle)

(Street) 4. If Amendment, Date Original

Applicable Line)

6,629,405

Ι

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

Issuer

NEW YORK, NY 10174

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	e Secu	ırities Acqı	uired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securiton(A) or Di (Instr. 3,	spose 4 and (A) or	d of (D)	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)
Common Stock	10/21/2011		P <u>(1)</u>		A	\$ 2.638	6,612,505	I	By Petro Energy Worldwide Investment Ltd.
Common Stock	10/24/2011		P <u>(1)</u>	9,400	A	\$ 2.7396	6,621,905	I	By Petro Energy Worldwide Investment

7,500

 $P^{(1)}$

Ltd.

Common \$ By Petro
Stock 2.8365 Energy
Worldwide

Investment Ltd.

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 1474 (9-02)

> Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
				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

Ni Zhaoxing CHRYSLER BUILDING 405 LEXINGTON AVE., 65TH FLOOR NEW YORK, NY 10174

X

Signatures

John A. Thomas 10/25/2011

**Signature of 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) Purchase made pursuant to a Rule 10b5-1 Trading Plan.

Reporting Owners 2

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Remarks:

a currently valid OMB number.

This Form 4 has been signed by John A. Thomas on behalf of Reporting Person, pursuant to an instrument of Power of Attorn 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