

Linn Michael C
Form 4
November 26, 2008

FORM 4

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

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Linn Michael C

2. Issuer Name **and** Ticker or Trading
Symbol
LINN ENERGY, LLC [LINE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

600 TRAVIS, SUITE 5100

3. Date of Earliest Transaction
(Month/Day/Year)
11/24/2008

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman and CEO

(Street)

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

HOUSTON, TX 77002

(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)
Units representing limited liability company interests	11/24/2008		S	100,300	D	\$ 12.71 (1)	4,077,564 D
Units representing limited liability company interests	11/25/2008		S	158,800	A	\$ 12.64 (2)	3,918,764 D

Units
representing
limited
liability
company
interests

11/26/2008

S

139,622
(4)

A

\$

12.53
(3)

3,779,142

D

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 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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
Linn Michael C 600 TRAVIS, SUITE 5100 HOUSTON, TX 77002	X		Chairman and CEO	

Signatures

/s/ Candice Wells,
Attorney-in-Fact

11/26/2008

__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)

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\$12.71 represents the weighted average price of 100,300 units sold in a single day at prices ranging from \$12.60 to \$12.80. The reporting person will provide full information regarding the number of units sold at each separate price upon request of the staff of the Securities Exchange Commission or the issuer or any of its unitholders.

- (2) \$12.64 represents the weighted average price of 158,800 units sold in a single day at prices ranging from 12.57 to 12.87. The reporting person will provide full information regarding the number of units sold at each separate price upon request of the staff at the Securities Exchange Commission or the issuer or any of its unitholders.

- (3) \$12.53 represents the weighted average price of 139,622 units sold in a single day at prices ranging from \$12.35 to \$12.60. The reporting person will provide full information regarding the number of units sold at each separate price upon request of the staff at the Securities Exchange Commission or the issuer or any of its unitholders

- (4) Michael C. Linn, over the last six days, has sold an aggregate of 500,000 units in order to satisfy a tax liability resulting from his being a founder of Linn Energy, LLC.

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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