### Edgar Filing: Price Tracy - Form 4

Price Tracy												
Form 4												
September 02	, 2009											
FORM	4		CE CLIP							PPROVAL		
		SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287				
Check this if no longe subject to Section 16 Form 4 or	er STATI	x STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires:January 31, 2005Estimated averageburden hours per response0.5		
Form 5 obligation: may contin <i>See</i> Instruct 1(b).	s Section 1	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										
(Print or Type Ro	esponses)											
1. Name and Address of Reporting Person <u>*</u> Price Tracy			2. Issuer Name <b>and</b> Ticker or Trading Symbol CRIMSON EXPLORATION INC. [CXPO.OB]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. Da				Earliest Tra ay/Year)	ansaction			Director 10% Owner Officer (give title Other (specify below) Sr Vice President				
(Street) 4. If Ame				mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON,	TX 77002							Form filed by M Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
		action Date 2A. Deemed Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)				SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock (1)	08/01/2009			Code V $F^{(1)}$	Amount 3,805	or (D) D	Price \$ 3.9	(Instr. 3 and 4) 180,082	D			
_							2.0					

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transac Code (Instr. 8	5. etionNumbe of B) Derival Securit Acquir (A) or Dispose of (D) (Instr. 2 4, and 2	(Month/Day ive ies ed ed	Date	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code	V (A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships							
	Director	10% Owner	Officer	Other					
Price Tracy C/O CRIMSON E 717 TEXAS AVE HOUSTON, TX 7			Sr Vice President						
Signatures	5								
Stephen W. Schoppe	09/02/2009								
<u>**</u> 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) Withholding of stock to satisfy tax withholding obligations.

#### **Remarks:**

This form has been signed by Stephen W. Schoppe, Acting Secretary for Crimson Exploration Inc., on behalf of Mr. Price pursuant to an instrument of power of attorney dated April 1, 2006. The authority granted pursuant to such instrument is to remain in full force and effect until rescinded in writing by Mr. Price.

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.