

PRIMEENERGY CORP

Form 4

January 07, 2002

SEC 1472 (3-99) 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 control number.

FORM 4

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

OMB APPROVAL OMB Number: 3235-0287

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Expires: Pending

//

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

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(f) of the Investment Company Act of 1940

Estimated average burden hours per response. . . . 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person

2. Issuer Name and Ticker or Trading Symbol

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Hurt, Clint

PrimeEnergy Corporation PNRG

/X/ Director

// Officer

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(last), (first)

107 North "N"

(street)

Midland, Texas 79701

(city) (state) (zip)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for // 10% Owner Month/Year

December 2001

// Other (specify below)

5. If Amendment, Date of Original (Month/Year)

N/A

7. Individual or Joint/Group Filing (Check Applicable)

/X/ 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)	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 Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.10 par value	12/27/01	S		18,750	(D)	\$8.00	221,250	(I)	(1)

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)	4.		5.		6.		7.		8. Price of Derivative Security (Instr. 5)	
			Transaction Code (Instr. 8)	V	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A)	(D)	Date Exercisable and Expiration Date (Month/Day/Year)	Date Exercisable	Expiration Date		Title

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Explanation of Responses:

1. shares held of record by Clint Hurt & Associates, Inc. a private corporation controlled by Mr. Hurt.

/s/ Clint Hurt

1/7/01

** Signature of Reporting Person

Date

Clint Hurt

Reminder:

Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note:

File three copies of this Form, on of which must be manually signed. If space is insufficient, see Instruction 6 for procedure