

DUNE ENERGY INC
Form 4
January 08, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
UBS AG

2. Issuer Name and Ticker or Trading Symbol
DUNE ENERGY INC [DNE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
BAHNHOFSTRASSE 45

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/07/2010

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

ZURICH, V8 CH-8021

(City) (State) (Zip)

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

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)
Common Stock	01/06/2010		S	81,506 D	\$ 0.2508 32,690,904	D	
Common Stock	01/07/2010		S	19,025 D	\$ 0.2506 33,450,241	D	

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)

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. 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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				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
UBS AG BAHNOFSTRASSE 45 ZURICH, V8 CH-8021		X		

Signatures

/s/ Anthony DeFilippis, Executive Director	01/08/2010
__Signature of Reporting Person	Date
/s/ Gordon Kiesling, Executive Director	01/08/2010
__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) The number of Common Shares beneficially owned is reported as of January 7, 2010 and consists of 31,902,189 Common Shares underlying 10% Senior Redeemable Convertible Preferred Stock (the "Preferred Stock") and 1,548,052 Common Shares. As of January 7, 2010 each share of Preferred Stock converts into 114.29 Common Shares plus a make-whole premium as of January 7, 2010 amounted to an additional 267.67 Common Shares for 1 share of Preferred Stock.
 - (2) The make whole premium is equal to the discounted net present value of future dividends (until June 2010) divided by the Volume Weighted Average Price (VWAP) of the common stock for the last 10 trading days prior to the conversion date discounted 10%. Therefore, the make whole premium fluctuates with the changes in the price of the Common Shares and the amount of future dividends.
 - (3) The number of Common Shares beneficially owned is reported as of January 7, 2010 and consists of 31,902,189 Common Shares underlying 10% Senior Redeemable Convertible Preferred Stock (the "Preferred Stock") and 1,548,052 Common Shares. The increased holding is due primarily to a decrease in the VWAP of the Common Share price, which entitles the holders of the Preferred Stock to an increased amount of Common Shares as part of the future dividends, thereby increasing the reportable position.

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.