

DUNE ENERGY INC

Form 4

May 23, 2008

**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

(Last) (First) (Middle)

677 WASHINGTON BOULEVARD

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

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

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

08/03/2007

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_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)	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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/03/2007		P		350	A	\$ 2.26
Common Stock	08/03/2007		P		709	A	\$ 2.25
Common Stock	08/06/2007		P		753	A	\$ 2.21
Common Stock	08/06/2007		P		1,400	A	\$ 2.22
Common Stock	08/07/2007		P		2,900	A	\$ 2.18
	08/09/2007		P		1,000	A	

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Common Stock					\$ 2.27		
Common Stock	08/09/2007	S	3,000	D	\$ 2.3	6,222	D
Common Stock	08/09/2007	S	1,000	D	\$ 2.27	5,222	D
Common Stock	08/14/2007	S	1,000	D	\$ 2.19	4,222	D
Common Stock	08/15/2007	S	900	D	\$ 2.23	3,322	D
Common Stock	08/16/2007	P	1,418	A	\$ 2.17	4,740	D
Common Stock	08/16/2007	S	2,000	D	\$ 2.16	2,740	D
Common Stock	08/17/2007	S	2,000	D	\$ 2.18	740	D
Common Stock	08/17/2007	S	742	D	\$ 2.18	0	D
Common Stock	08/21/2007	P	964	A	\$ 2.23	962	D
Common Stock	08/21/2007	S	500	D	\$ 2.25	462	D
Common Stock	08/28/2007	P	2,414	A	\$ 2.22	2,876	D
Common Stock	08/29/2007	S	320	D	\$ 2.22	2,556	D
Common Stock	08/31/2007	S	2,000	D	\$ 2.22	556	D
Common Stock	09/06/2007	S	800	D	\$ 2.22	0	D
Common Stock	09/07/2007	P	1,053	A	\$ 2.17	809	D
Common Stock	09/11/2007	P	175	A	\$ 2.18	984	D
Common Stock	09/12/2007	P	2,000	A	\$ 2.14	2,984	D
Common Stock	09/12/2007	P	1,000	A	\$ 2.14	3,984	D
Common Stock	09/12/2007	S	3,000	D	\$ 2.15	984	D
	09/12/2007	S	2,948	D		0	D

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Common Stock					\$ 2.15		
Common Stock	09/18/2007	P	6,465	A	\$ 2.12	4,501	D
Common Stock	09/27/2007	P	265	A	\$ 2.11	4,766	D

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Senior Redeemable Convertible Preferred Stock <sup>(1)</sup>	\$ 3 <sup>(2)</sup>	10/03/2007		P		1,425		05/15/2007	<sup>(4)</sup>	Common Stock	475,000 <sup>(3)</sup>
Senior Redeemable Convertible Preferred Stock <sup>(1)</sup>	\$ 3 <sup>(2)</sup>	10/03/2007		P		333		05/15/2007	<sup>(4)</sup>	Common Stock	111,000 <sup>(3)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
UBS AG 677 WASHINGTON BOULEVARD STAMFORD, CT 06901			X	

## Signatures

UBS AG, /s/ Bert Fuqua, Managing Director

05/23/2008

\_\_Signature of Reporting Person

Date

UBS AG, /s/ Gordon Kiesling, Executive  
Director

05/23/2008

\_\_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).

Each share of the Senior Redeemable Convertible Preferred Stock ("SRCPS") was convertible into approximately 333.33 shares of common stock, subject to adjustment, at any time after May 15, 2007 and has no expiration date. Specifically, the SRCPS converts into a number of Common Shares equal to the number of shares of SRCPS multiplied by the quotient of the Liquidation Preference of \$1,000

- (1) divided by the Conversion Price. On May 1, 2008, the Conversion Price was adjusted to \$1.75, which means each SRCPS now converts into approximately 571.43 shares of common stock. This does not include shares which would be deliverable as a make-whole premium for conversions prior to June 1, 2010 to make whole for dividends that would have been payable absent the conversion. As of May 9, 2008, the make-whole premium amounted to 221 common shares for each share of SRCPS.
- (2) As set forth in Footnotes (1) and (2), on May 1, 2008, the Conversion Price was adjusted to \$1.75.
- (3) As set forth in Footnotes (1) and (2), based on the revised adjusted conversion ratio, the number of shares underlying the SRCPS changed as of May 1, 2008.
- (4) There is no expiration date.

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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