

LEE LARRY E
Form 4
August 30, 2010

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEE LARRY E

2. Issuer Name **and** Ticker or Trading
Symbol
RAM ENERGY RESOURCES INC
[RAME]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5100 E. SKELLY DRIVE, STE 650
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/20/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman, President, & CEO

TULSA, OK 74135

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

(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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/20/2010		G ⁽¹⁾		399,231	A	\$ 0	9,149,231 I	By Revocable Trust
Common Stock	08/20/2010		G ⁽²⁾		175,217	D	\$ 0	824,783 I	By July 09 Retained Annuity Trust
Common Stock	08/20/2010		G ⁽²⁾		224,014	D	\$ 0	775,986 I	By 2009 Retained Annuity Trust

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Common Stock	300,000	D	
Common Stock	500,000	I	By Spouse

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
LEE LARRY E 5100 E. SKELLY DRIVE, STE 650 TULSA, OK 74135	X	X	Chairman, President, & CEO	

Signatures

Larry E. Lee 08/25/2010

**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).

The shares of Common Stock are held by a revocable trust, of which the reporting person and his wife are co-trustees. As co-trustees of
(1) the revocable trust, the reporting person and his wife having and dispositive power over the shares held by the trust and are deemed to have beneficial ownership of those shares. The reporting person is also deemed to have beneficial ownership of shares owned by his wife.

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- (2) The shares of the Company's common stock are held in a grantor retained annuity trust, of which the reporting person and his wife are co-trustees. As co-trustees of the grantor retained annuity trust, the reporting person and his wife have voting and dispositive power over the shares held by the trust and are deemed to have beneficial ownership of those shares. The reporting person is also deemed to have beneficial ownership of shares owned by his wife.

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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