

DUNE ENERGY INC
Form 4
November 19, 2009

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)
BAHNHOFSTRASSE 45
(Street)
ZURICH, V8 CH-8021
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/17/2009

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	11/17/2009		S		114,129	D	\$ 0.1013
							133,281,543
							(1) (2) (3)
Common Stock	11/18/2009		S		130,300	D	\$ 0.0994
							133,151,243
Common Stock	11/18/2009		S		12,400	D	\$ 0.095
							133,138,843

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

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(9-02)

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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 Owned Beneficially (Instr. 5)
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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
 11/19/2009
 **Signature of Reporting Person Date

/s/ Gordon Kiesling, Executive Director
 11/19/2009
 **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) This represents the number of Common Shares beneficially owned less the shares sold on November 17, 2009 in the amount of 114,129 shares. The Common Shares beneficially owned represent the underlying to the Senior Redeemable Convertible Preferred Stock (the "Preferred Stock") which converts to 123,628,032 Common Shares plus an additional 9,767,640 Common Shares received as a result of converting a portion of the Preferred Stock.
- (2) As of November 17, 2009 each share of Preferred Stock converts into 571.43 Common Shares plus a make-whole premium which amounted to approximately 912 additional common shares for 1 share of Preferred Stock.
- 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 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) 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.