

YANKO DONNA GAIL
Form 4
June 27, 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 *
YANKO DONNA GAIL

(Last) (First) (Middle)
4109 DEVON DRIVE
(Street)

EDMOND, OK US 73034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MEXCO ENERGY CORP [MXC]

3. Date of Earliest Transaction
(Month/Day/Year)
06/26/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Mexco Energy Common Stock | 06/26/2008 | | M | | 10,000 | A | \$ 7.5 | 46,918 | D |
| Mexco Energy Common Stock | 06/26/2008 | | M | | 10,000 | A | \$ 5.25 | 46,918 | D |
| Mexco Energy Common Stock | 06/26/2008 | | S | | 14,000 | D | \$ 42.24 | 32,918 | D |

| | | | | | | | | |
|---------------------------|------------|---|-------|---|----------|-----------------------|---|-----------------|
| Mexco Energy Common Stock | 06/27/2008 | S | 6,000 | D | \$ 40.32 | 26,918 ⁽¹⁾ | D | |
| Mexco Energy Common Stock | | | | | | 944 ⁽¹⁾ | I | owned by spouse |

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Mexco Energy Common Stock | \$ 7.5 | 06/26/2008 | | M | 10,000 | 03/03/2003 03/03/2009 | Mexco Energy Common Stock 10,000 |
| Mexco Energy Common Stock | \$ 5.25 | 06/26/2008 | | M | 10,000 | 03/21/2004 03/21/2010 | Mexco Energy Common Stock 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| YANKO DONNA GAIL 4109 DEVON DRIVE EDMOND, OK US 73034 | X | | Vice President | |

Signatures

D. Gail Yanko

06/27/2008

**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).

Direct beneficial holdings after the sale total 27,862 shares which include 944 shares owned by Ms. Yanko's spouse and vested options to

(1) acquire 16,250 shares of the Registrant's Common Stock (\$0.50 par value) at the following prices: 10,000 shares @ \$6.75 per share; 5,000 shares @ \$6.00 per share; 1,250 shares @ \$8.24 per share.

The shares vest 1/4 each year from grant date for four consecutive years as follows: 10,000 options @ \$6.75 per share were granted on

(2) 1/23/2001 and expire on 1/23/2011; 5,000 options @ \$6.00 per share were granted on 7/10/2003 and expire on 7/10/2013; 5,000 options @ \$8.24 per share were granted on 7/12/2006 and expire on 7/12/2011. Of these 20,000 shares, 16,250 shares are vested.

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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