### Edgar Filing: LOEGERING CORY L - Form 4

LOEGERING	CORY L									
Form 4										
May 11, 2009	-									
FORM	4 UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								9PROVAL 3235-0287
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruc 1(b).	Filed pur Section 17(a	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 20(b) of the Investment Company Act of 1940								
(Print or Type Re	esponses)									
			Symbol	Name <b>and</b> ER ENEF				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(M			3. Date of (Month/Da 05/09/20	-	ansaction			Director 10% Owner X Officer (give title Other (specify below) below) Sr. VP-Deepwater		
	(Street)	Filed(Month/Day/Year) Applic _X_F					Applicable Line) _X_ Form filed by	r Joint/Group Filing(Check y One Reporting Person y More than One Reporting		
HOUSTON,	TX 77042							Person		eporting
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned
	2. Transaction Data (Month/Day/Year)	Execution any		Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) of of (D 4 and (A) or	)	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	05/09/2009			F		D	<u>(1)</u>	173,946	D	

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 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and Amount of 8. I 2 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Underlying Securities De Security or Exercise any Code of (Month/Day/Year) (Instr. 3 and 4) Sec Price of (Month/Day/Year) (Instr. 8) (Instr. 3) Derivative (In Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Date Expiration or Title Number Exercisable Date Code V (A) (D) of Shares Employee Stock Common 03/11/2008 03/11/2015 Option 40,000 \$14 Stock (right to buy)

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# **Reporting Owners**

Reporting Owner Name / Address									
	Director	10% Owner	Officer	Other					
LOEGERING CORY L									
ONE BRIARLAKE PLAZA, SUITE 2000			Sr.						
2000 WEST SAM HOUSTON PARKWAY SOUTH			VP-Deepwater						
HOUSTON, TX 77042									
Signatures									
Cory L. Loggering by Teress G. Bushman pursuant to Power of Attorney dated March 1									

Cory L. Loegering by Teresa G. Bushman pursuant to Power of Attorney dated March 1, 2006 (previously filed as Exhibit 24 to Mr. Loegering's Form 4 filed on May 31, 2006) 05/11/2009

\*\*Signature of Reporting Person

## **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).

On May 9, 2009, 12,670 shares of the issuer's common stock granted to the reporting person under the issuer's Stock Incentive Plan, as amended and restated from time to time (the "Plan"), vested. To satisfy withholding tax obligations in connection with the vesting, the issuer withheld the shares this Form reports were disposed. In accordance with the Plan, the number of shares withheld was determined by reference to the closing price per share of the issuer's common stock on the New York Stock Exchange on May 8, 2009 of \$13.43.

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.

Date