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PRIMEENERGY CORP

Form 4

October

FORM 4	OMB APPROVAL
[] CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).	OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response 0.5
UNITED STATES SECURITIES AND EX WASHINGTON, D.C. 2	
STATEMENT OF CHANGES IN BENEFI	CIAL OWNERSHIP
Filed pursuant to Section 16(a) of the Secur Section 17(a) of the Public Utility Hold	_

or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and .	Address of Reportin Jan	g Person* K.	2. Issuer Name and Ticker PrimeEnergy Corporation	
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting	4. Statement for - Month/Year
One Landmar	k Square 11th Fl		Person, if an entity (voluntary)	October 2001 -
	(Street)			5. If Amendment,
Stamford,	CT	06901	013-46-0934	Date of Original (Month/Year)
(City)	(State)	(Zip)		N/A 7. I

		TABLE	E I	- NON-DERI	VATIVE S	ECURITIE	es ac	CQUIRED, DIS
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Transaction Code (Instr.	. 8)	or Dispo	sed of ((D) l 5)		Amount of curities E cially Owr End of Mor (Instr. 3
Common Stock, \$.10 par value		 S	V	13,000	(D)	\$8.25		254 , 732
Common Stock, \$.10 par value	No Change							7,500

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	minder: Report on a					son, see POTEN CONTA	e In ITIA LINE	struction	n 4(b) S WHO S FORM	(v) ARE I AR:	TO RI E NOT	ESPOND TO 1
FO:	RM 4 (CONTINUED)		TABLE II ! (e.g									BENEFICIAL: ECURITIES)
1.	Title of Derivative Security (Instr. 3)	;	2. Conver- sion or Exercise Price of Deriv- ative Security	action		action Code		Derivat Securit	ive ies Ac (A) or d of (D)	cisal Expi: Date	ole and ration th/Day/
										Da	 te	Expira-
					_ C	 ode V			 (D)		er- sable	
				 				(A)	(D) 			
9.	Number of	10.	Ownership		11	. Nature						
	Derivative Securities		Form of Derivative			Indire Benefi		1				

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Beneficially Owned at End of Month (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)			
Explanation of Response					
	by Mr. Smeets as custod:	ian for each of his	s three minor	children UGN	
**Intentional misstatem	ents or omissions of fac	cts constitute Fed	eral Criminal	Violations.	/s/ J

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

**Signa Jan K.