Edgar Filing: PHELPS MICHAEL E J - Form 4

PHELPS MIC Form 4											
FORM	Л	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSIO	NT	PPROVAL		
				shington				N OMB Number:	3235-028	7	
Check thi if no long subject to Section 10 Form 4 or Form 5 obligatior	er STATEN 6. Filed pur	suant to S	Section 1	Estimated burden hou response	urs per)5					
may conti <i>See</i> Instru 1(b).	inue.			•	•	ny Act of 1	of 1935 or Secti 940	ion			
(Print or Type R	Responses)										
1. Name and A PHELPS MI	Person <u>*</u>	Symbol	er Name an a Energy (5. Relationship of Reporting Person(s) to Issuer					
(Last)	Middle)	•	of Earliest T	• -	-]	(Check all applicable)					
(Last) (First) (Middle)			(Month/Day/Year) 11/30/2009				Officer (give title10% Owner Officer (give titleOther (specify below)				
				endment, D onth/Day/Yea	-	ll	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	urity (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		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)				
Reminder: Rep	ort on a separate line	for each cl	ass of sec				or indirectly				
Kennider, Kep	or on a separate line		ass 01 Sec		Perso inforr requi	ns who res nation cont red to response ays a current	spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of		

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	Derivative Security			(D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Phantom Stock Dsp	<u>m</u>	11/30/2009	Ι		1,049.1633		(3)	(2)	Common Stock	1,049.16

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
PHELPS MICHAEL E J								
	Х							

Signatures

/s/Beverly J. Fite as Attorney-in-Fact for Mr. Phelps

**Signature of Reporting Person

12/02/2009 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) Converts to Common Stock on a 1-for-1 basis.
- (2) Expiration date not applicable.
- (3) Payable upon termination of service or occurrence of other events as specified in the Directors' Savings Plan, subject to any holding periods required by law.

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.