

SMITH JEFFRY A
Form 4
March 27, 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 *
SMITH JEFFRY A

(Last) (First) (Middle)

P. O. BOX 1374

(Street)

MIDLAND, TX US 79702

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/26/2009

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)
Consulting Geologist

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Mexco Energy Common Stock	03/26/2009		M		2,500	A	\$ 4.35
Mexco Energy Common Stock	03/26/2009		S		2,390	D	\$ 13.26
					17,000	D	
					14,610 ⁽¹⁾	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 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. Amount or Number of Shares
Mexco Energy Common Stock	\$ 4.35	03/26/2009		M	2,500	12/10/2008 12/10/2012	Mexco Energy Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH JEFFRY A P. O. BOX 1374 MIDLAND, TX US 79702				Consulting Geologist

Signatures

Jeffry A. Smith 03/27/2009

__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) Direct beneficial holdings after the sale total 14,610 shares which include vested options to acquire 11,000 shares of the Registrant's Common Stock (\$0.50 par value) at the following prices: 5,000 shares @ \$8.24 per share and 6,000 shares @ \$7.00 per share.

The shares vest 1/4 each year from grant date for four consecutive years as follows: 6,000 options @ \$7.00 were granted on 11/20/2003 and expire on 11/20/2013; 10,000 options @ \$8.24 were granted on 7/12/2006 and expire on 7/12/2011; 7,500 options @ \$4.35 were granted on 12/10/2007 and expire on 12/10/2012. Of these 23,500 shares, 11,000 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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