

US ENERGY CORP
Form 4
June 02, 2006

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 *
ANDERSON DON C

(Last) (First) (Middle)
877 NORTH 8TH WEST
(Street)
RIVERTON, WY 82501
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
US ENERGY CORP [USEG]

3. Date of Earliest Transaction
(Month/Day/Year)
06/01/2006

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)

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)
				(A) or (D)	Price		
				Code	V	Amount	
U.S. Energy Common Stock	06/01/2006		J ⁽¹⁾	A	\$ 785	41,634	D ⁽²⁾ ⁽³⁾
					5.73		

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

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(9-02)

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

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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)	Amount or Number of Shares
Director Option 1 (Right to Buy)	\$ 2.875					Date Exercisable: 12/04/1998 Expiration Date: 09/24/2008	U.S. Energy Common Stock	12,500
Director Option 2 (Right to Buy)	\$ 2.4					Date Exercisable: 01/10/2001 Expiration Date: 01/09/2011	U.S. Energy Common Stock	10,000
Director Option 3 (Right to Buy)	\$ 3.9					Date Exercisable: 12/07/2001 Expiration Date: 12/07/2011	U.S. Energy Common Stock	20,000
Director Option 4 (Right to Buy)	\$ 2.25					Date Exercisable: 08/08/2002 Expiration Date: 12/06/2011	U.S. Energy Common Stock	10,000
Director Option 6 (Right to Buy)	\$ 3.86					Date Exercisable: 10/14/2005 Expiration Date: 10/13/2015	U.S. Energy Common Stock	25,000
Director/Option(RTB)	\$ 2.46					Date Exercisable: 07/01/2005 Expiration Date: 06/30/2014	U.S. Energy Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON DON C 877 NORTH 8TH WEST RIVERTON, WY 82501	X			

Signatures

By: Robert Scott Lorimer Attorney
in Fact

06/05/2006

__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) Shares issued as payment for services as a non-employee Director for calendar year 2005.
 - (2) Includes 38,579 shares held directly by the Reporting Person.
 - (3) Includes 3,055 shares held in an Individual Retirement Account (IRA) for the benefit of the Reporting Person.
 - (4) Options issued to Reporting Person as a member of the Issuer's Board of Directors.

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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