

bogachev nikolay v  
 Form 4  
 September 03, 2010

**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 \*  
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2. Issuer Name and Ticker or Trading Symbol  
 MAGELLAN PETROLEUM CORP /DE/ [MPET]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

9-3 SECHNEOVSKY PEREULOK

09/01/2010

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MOSCOW, 1Z RUS-119034

(City) (State) (Zip)

**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			
Common Stock	09/01/2010		S	30,250 (1) D \$ 1.6803	14,429,153 (2)	I	Held by ECP Fund, SICAV-FIS
Common Stock	09/02/2010		S	18,150 (3) D \$ 1.809	14,429,153 (2)	I	Held by ECP Fund, SICAV-FIS
Common Stock					15,000 (2)	D	

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
bogachev nikolay v 9-3 SECHNEOVSKY PEREULOK MOSCOW, 1Z RUS-119034		X		

## Signatures

/s/ Nikolay V. Bogachev 09/03/2010

\_\_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) On September 1, 2010, ECP Fund, SICAV-FIS (the "ECP Fund") (formerly known as YEP I, SICAV-FIS) sold an aggregate of 50,000 shares of the issuer's common stock pursuant to Rule 144. On the date of sale, the reporting person indirectly held a 60.5% equity interest in the ECP Fund. Accordingly, the reporting person's pecuniary interest in the issuer's shares held by the ECP Fund decreased proportionately by 30,250 shares.
- (2) Following these sales by the ECP Fund, the reporting person beneficially owns 15,000 shares of the issuer's common stock directly and an aggregate of 14,429,153 shares of the issuer's common stock indirectly, of which 13,612,463 shares are held by Young Energy Prize S.A. and 816,690 shares are held by the ECP Fund.
- (3) On September 2, 2010, the ECP Fund sold an aggregate of 30,000 shares of the issuer's common stock pursuant to Rule 144. On the date of sale, the reporting person indirectly held a 60.5% equity interest in the ECP Fund. Accordingly, the reporting person's pecuniary interest in the issuer's shares held by the ECP Fund decreased proportionately by 18,150 shares.

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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