

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2009-01-26** | Period of Report: **2009-01-23**
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(HTML Version on secdatabase.com)

ISSUER

EVERGREEN ENERGY INC

CIK: **912365** | IRS No.: **841079971** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **1221** Bituminous coal & lignite surface mining

Mailing Address
1225 17TH STREET
SUITE 1300
DENVER CO 80202

Business Address
1225 17TH STREET
SUITE 1300
DENVER CO 80202
3032932992

REPORTING OWNER

VENNERS THEODORE

CIK: **1199483**
Type: **4** | Act: **34** | File No.: **001-14176** | Film No.: **09544234**

Mailing Address
PO BOX 2624
RAPID CITY SD 57709-2624

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

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

1. Name and Address of Reporting Person VENNERS THEODORE			2. Issuer Name and Ticker or Trading Symbol EVERGREEN ENERGY INC [EEE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Founder		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/23/2009			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
1225 17TH STREET, SUITE 1300			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) DENVER, CO 80202								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.001 Par Value	01/23/2009		P		10,132	A	\$0.3	3,905,256	D	
Common Stock, \$.001 Par Value	01/23/2009		P		2,700	A	\$0.3093	3,907,956	D	
Common Stock, \$.001 Par Value	01/23/2009		P		128	A	\$0.3098	3,908,084	D	
Common Stock, \$.001 Par Value	01/23/2009		P		97,105	A	\$0.31	4,005,189	D	
Common Stock, \$.001 Par Value	01/23/2009		P		39,935	A	\$0.32	4,045,124 ⁽¹⁾	D	
Common Stock, \$.001 Par Value								66,667 ⁽²⁾	I	By wife

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. Includes 600,000 shares of restricted stock Mr. Venners has the right to vote, but not the right to sell until certain performance vesting requirements are met.
2. Mr. Venners has no voting or investment authority over the shares owned by his wife and disclaims beneficial ownership of these securities. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Signatures

/s/ Theodore Venners

** Signature of Reporting Person

01/23/2009

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.