

ENERGY PARTNERS LTD

Form 3

August 31, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Vincent L Keith

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/21/2007

3. Issuer Name and Ticker or Trading Symbol

ENERGY PARTNERS LTD [EPL]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other (specify below)

Senior VP of Land

C/O ENERGY PARTNERS, LTD.,Â 201 ST. CHARLES AVENUE

(Street)

NEW ORLEANS,Â LAÂ 70170

(City)

(State)

(Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

41,723 ⁽¹⁾

D

Â

Common Stock

1,295

I

401(k) Plan

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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			(Instr. 4)		Price of	Derivative	
	Date	Expiration	Title	Amount or	Derivative	Security:	
	Exercisable	Date		Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	
						(Instr. 5)	
Stock Options (Right to buy)	Â (2)	01/17/2012	Common Stock	28,000	\$ 7.98	D	Â
Stock Options (Right to buy)	Â (2)	05/06/2013	Common Stock	10,000	\$ 10.07	D	Â
Stock Options (Right to buy)	Â (2)	04/30/2011	Common Stock	35,000	\$ 10.8	D	Â
Stock Options (Right to buy)	Â (2)	11/01/2010	Common Stock	10,000	\$ 15	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vincent L Keith C/O ENERGY PARTNERS, LTD. 201 ST. CHARLES AVENUE NEW ORLEANS, LA 70170	Â	Â	Â Senior VP of Land	Â

Signatures

John H. Peper, Attorney
in Fact 08/31/2007

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 23,983 Restricted Share Units

(2) The shares are currently exercisable.

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.