

APPLIED ENERGETICS, INC.
 Form 4
 March 11, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
HARLAN JAMES

2. Issuer Name and Ticker or Trading Symbol
**APPLIED ENERGETICS, INC.
 [AERG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3716 EAST COLUMBIA STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2009

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

TUCSON, AZ 85714
 (City) (State) (Zip)

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

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 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) | Code | V | Amount | (D) | Price |

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

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SEC 1474 (9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code | Disposed of (D) | | Date Exercisable | Expiration Date | Title | Ar Nu Sh |
|-----------------------------|------------------------------|------------------|-----------------|-----------------|------------|------------------|-----------------|--------------|----------------|
| | | | | (A) | (D) | | | | |
| Common Stock (Right to Buy) | \$ 2.96 | 03/06/2009 | D | | 10,000 | <u>(1)(6)</u> | 01/15/2013 | Common Stock | 1 |
| Common Stock (Right to Buy) | \$ 4.25 | 03/06/2009 | D | | 62,500 | <u>(2)(6)</u> | 01/16/2012 | Common Stock | 6 |
| Common Stock (Right to Buy) | \$ 5.76 | 03/06/2009 | D | | 50,000 | <u>(3)(6)</u> | 07/01/2009 | Common Stock | 5 |
| Common Stock (Right to Buy) | \$ 7.2 | 03/06/2009 | D | | 50,000 | <u>(4)(6)</u> | 06/02/2011 | Common Stock | 5 |
| Common Stock (Right to Buy) | \$ 8.4 | 03/06/2009 | D | | 50,000 | <u>(5)(6)</u> | 03/14/2010 | Common Stock | 5 |
| Common Stock (Right to Buy) | \$ 0.5 | 03/09/2009 | A | 111,250 | <u>(7)</u> | 03/09/2009 | 03/09/2012 | Common Stock | 1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HARLAN JAMES 3716 EAST COLUMBIA STREET TUCSON, AZ 85714 | X | | | |

Signatures

/s/ James K. Harlan 03/11/2009

**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) These options were all exercisable on January 15, 2008.
- (2) These options were all exercisable on January 16, 2007.
- (3) These options were all exercisable on July 1, 2004.
- (4) These options were all exercisable on June 2, 2006.
- (5) These options were all exercisable on March 14, 2005.
- (6) These options were cancelled and exchanged for the options referred to in footnote (7) below in connection with the issuer's option exchange offer which was completed on March 6, 2009.
- (7) These options were granted to the reporting person on March 9, 2009 in connection with issuer's exchange offer referred to in footnote 6.

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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