

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(B) OR (G) OF THE  
SECURITIES EXCHANGE ACT OF 1934

CHESAPEAKE ENERGY CORPORATION  
(Exact name of registrant as specified in its charter)

OKLAHOMA  
(State of incorporation or  
organization)

73-1395733  
(IRS Employer Identification No.)

6100 NORTH WESTERN AVENUE  
OKLAHOMA CITY, OKLAHOMA  
(Address of principal executive offices)

73118  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
7% CUMULATIVE CONVERTIBLE PREFERRED STOCK	NEW YORK STOCK EXCHANGE

Securities to be registered pursuant to Section 12(g) of the Act: None

Item 1. Description of Registrant's Securities to be Registered

The securities to be registered consist of 7% Cumulative Convertible Preferred Stock, par value \$.01 per share (the "Preferred Stock"), of Chesapeake Energy Corporation (the "Registrant"). The Registrant hereby incorporates by reference herein the description of the terms, rights and preferences of the Preferred Stock set forth under the caption "Description of Preferred Stock" in the Prospectus forming a part of the Registrant's registration statement on Form S-3 (No. 333-57235). Such Prospectus was filed with the Commission by the Registrant pursuant to Rule 424(b)(3) under the Securities Act of 1933 on August 4, 1998.

The Preferred Stock is convertible into the Registrant's common stock, par value \$.01 per share (the "Common Stock"), and each share of Common Stock is accompanied by a right to purchase one one-thousandth of a share of the Registrant's Series A Junior Participating Preferred Stock, par value \$.01 per share (a "Right"). The description of the Common Stock contained in Registrant's registration statement on Form 8-B filed on December 12, 1996 and the summary of the Rights and description of Series A Junior Participating Preferred Stock contained in its registration statement on Form 8-A filed on July 16, 1998 are incorporated herein by reference.

Item 2. Exhibits

The following exhibits are filed pursuant to Instruction II to Item 2:

1. Registrant's Certificate of Incorporation. Incorporated herein by reference to Exhibit 3.1 to Registrant's registration statement on Form S-3 (No. 333-57235).
2. Rights Agreement dated July 15, 1998 between the Registrant and UMB Bank, N.A., as Rights Agent. Incorporated herein by reference to Exhibit 1 to Registrant's registration statement on Form 8-A filed July 16, 1998.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

CHESAPEAKE ENERGY CORPORATION

By: TOM L. WARD  
Tom L. Ward, President

Dated: August 31, 1998

EXHIBIT INDEX

Exhibit No. -----	Description -----	Method of Filing -----
3	Registrant's Certificate of Incorporation	Incorporated herein by reference
4	Rights Agreement dated July 15, 1998 between the Registrant and UMB Bank, N.A., as Rights Agent	Incorporated herein by reference