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POGO PRODUCING CO  
Form 8-K  
April 06, 2001

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): April 4, 2001

Pogo Producing Company  
(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Delaware  | 1-7792                      | 74-165 9398                             |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

5 Greenway Plaza, Suite 2700  
Houston, Texas 77046-0504  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (713) 297-5000

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ITEM 5. OTHER EVENTS

Press release dated April 4, 2001, announcing the placement of senior subordinated notes. See Exhibit 99.1 incorporated by reference herein.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

List below the financial statements, pro forma financial information and exhibits, if any, filed as part of this report.

(a) Financial statements of businesses acquired

None

(b) Pro forma financial information

None

(c) Exhibits

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Exhibit 99.1 Press release dated April 4, 2001, announcing the placement of senior subordinated notes.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Pogo Producing Company

Date: April 6, 2001

By: /s/ Gerald A. Morton

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Gerald A. Morton  
Vice President - Law  
and Corporate Secretary

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INDEX TO EXHIBITS

EXHIBIT  
NUMBER

DESCRIPTION

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Exhibit 99.1 Press release dated April 4, 2001, announcing the placement of senior subordinated notes.