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POGO PROD Form 4	UCING CO										
October 12, 20	Л								PPROVAL		
	UNITED	STATES		TIES AN nington, E			COMMISSION	OMB Number:	3235-0287		
if no longe subject to Section 16. Form 4 or Form 5 obligations may contin	Check this box if no longer subject to Section 16. Form 4 or					CIAL OW es Exchang eany Act o	ge Act of 1934, f 1935 or Sectio	January 31, 2005 average rs per 0.5			
1(b). (Print or Type Re	esponses)										
	dress of Reporting	Person <u>*</u>	Symbol	Name and T RODUCII		-	5. Relationship of Issuer				
(Mo			(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 10/12/2005				(Check all applicable) <u>X</u> Director <u>X</u> Officer (give title <u>10%</u> Owner below) Chairman, President & CEO			
HOUSTON,	(Street) TX 77252-2504	4	4. If Amene Filed(Month	dment, Date n/Day/Year)	Original		6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N Person		erson		
(City)	(State)	(Zip)	Table	I - Non-Dei	rivative Se	ecurities Acc	quired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D. (Month/Day/Yea	r) Executi any	emed ion Date, if /Day/Year)		Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Pogo Producing Company Common Stock				Code V	Amount	(D) Price		I	401(k)		
Pogo Producing Company Common Stock							149,003	D			

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

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

1. Title of	2.	3. Transaction Date		4. T	5.	6. Date Exer		7. Tit		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	,	Transactio		Expiration D		Amou		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlyıng	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(mou
					4, and 5)						
									Amount		
						_			or		
						Date	Expiration	Title	Number		
						Exercisable	Date	inte	of		
				Code V	(A) (D)				Shares		
				Coue v	(\mathbf{A}) (\mathbf{D})				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Van Wagenen Paul G P. O. BOX 2504 HOUSTON, TX 77252-2504	Х		Chairman, President & CEO				
Signatures							

Paul G. Van Wagenen	10/12/2005		
<u>**</u> 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).
- Between July 1, 2005 and September 30, 2005, the reporting person acquired 19 shares of Pogo common stock under Pogo Producing
 (1) Company Tax-Advantaged Savings Plan (401(k)) at a price of \$56.00 per share. This information is based on a plan statement received by the reporting person on October 12, 2005.

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.