

POGO PRODUCING CO
Form 8-K
January 22, 2003

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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): Not Applicable

Pogo Producing Company

(Exact name of registrant as specified in its charter)

**Delaware
(State or other jurisdiction of
incorporation or organization)**

**1-7792
(Commission
File Number)**

**74-165 9398
(I.R.S. Employer
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

- (1) Pursuant to Article 1, Sections 9, 10 and 11 of the Amended and Restated Bylaws of Pogo Producing Company, a Delaware Corporation (the Company), notice is hereby given that the Company's Board of Directors has determined that the 2003 annual meeting of stockholders of the Company will be held on Tuesday, April 22, 2003, at the Century II Room, Renaissance Houston Hotel, Six Greenway Plaza, Houston, Texas at 10:00 AM, Houston time. The record date for shareholders to be entitled to vote at the Annual Meeting has been established by the Company's Board of Directors to be the close of business on March 14, 2003.

Item 7. Financial Statements and Exhibits.

The following exhibits are filed herewith:

99.1 Press Release

99.2 Unaudited Supplemental Financial Information

99.3 Unaudited Supplemental Operating Information

Item 9. Regulation FD Disclosure.

- (1) On January 21, 2003, a press release was issued by the Company and also made available through the Company's website at www.pogoproducing.com. The press release contains certain information concerning the Company's financial and operating results for the quarter and year ended December 31, 2002. A copy of this press release is included herein as Exhibit 99.1 and incorporated in this Item 9 by reference.
 - (2) On January 21, 2003, certain unaudited supplemental financial and operating information concerning the Company's results for the quarter and year ended December 31, 2002, were placed on the Company's website at www.pogoproducing.com/ir_sfi.html. A copy of the two supplemental schedules are included herein as Exhibits 99.2 and 99.3 and are incorporated in this Item 9 by reference.
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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

By: /s/ Gerald A. Morton

Gerald A. Morton
Senior Vice President and
Corporate Secretary

Dated: January 22, 2003

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INDEX TO EXHIBITS

EXHIBIT NUMBER	DESCRIPTION
99.1	Press Release
99.2	Unaudited Supplemental Financial Information
99.3	Unaudited Supplemental Operating Information