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REMINGTON OIL & GAS CORP

Form 8-K

March 26, 2002

UNITED STATES 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: MARCH 22, 2002
(DATE OF EARLIEST EVENT REPORTED)

REMINGTON OIL AND GAS CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation)

1-11516	75-2369148
333-57456	(IRS Employer Identification Number)
(Commission File No.)	
8201 PRESTON ROAD -- SUITE 600	
Dallas, Texas	75225-6211
(Address of principal executive offices)	(Zip Code)

(214) 210-2650
Registrant's Telephone Number Including Area Code

ITEM 5. OTHER EVENTS

Remington Oil and Gas Corporation and Jefferies & Company, Inc., entered into the Underwriting Agreement dated as of March 22, 2002, the form of which is appended to this Current Report on Form 8-K as Exhibit 1 and incorporated by reference herein, in connection with Remington Oil and Gas Corporation's public offering of three million shares of its common stock.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit No.	Description
1	-- Underwriting Agreement

SIGNATURES

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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 hereunto duly authorized.

Remington Oil and Gas Corporation

By: /s/ JAMES A. WATT

James A. Watt

President and Chief Executive Officer

Date: March 26, 2002

INDEX TO EXHIBITS

EXHIBIT NUMBER -----	DESCRIPTION -----
1	-- Underwriting Agreement