

POGO PRODUCING CO  
Form 8-K  
August 07, 2006

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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### 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): **August 4, 2006**

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### POGO PRODUCING COMPANY

(Exact name of registrant as specified in its charter)

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

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

**74-1659398**  
(IRS 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**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

Thomas E. Hart, Vice President and Chief Accounting Officer of Pogo Producing Company (the Company ), retired on August 4, 2006. Effective as of Mr. Hart 's retirement, Robert C. Marlowe, Vice President Accounting, began serving as the Company 's principal accounting officer. Mr. Marlowe, age 44, joined the Company in 1991 as Assistant Controller. He served as Controller from August 1999 until December 2004 and has served as Vice President Accounting of the Company since December 2004.

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**SIGNATURE**

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.

Pogo Producing Company

August 7, 2006

By:

/s/ John O. McCoy, Jr.  
John O. McCoy, Jr.  
Executive Vice President and  
Chief Administrative Officer

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