

HOWARD EDWARD V
 Form 4
 August 25, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOWARD EDWARD V

2. Issuer Name and Ticker or Trading Symbol
**REMINGTON OIL & GAS CORP
 [REM]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
8201 PRESTON ROAD SUITE 600
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/24/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President/Controller

DALLAS, TX 75225

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 08/24/2005 | | M | 9,000 A \$ 15.32 | 28,631 | D | |
| Common Stock | 08/24/2005 | | M | 12,000 A \$ 17.15 | 40,631 | D | |
| Common Stock | 08/24/2005 | | M | 8,000 A \$ 18.81 | 48,631 | D | |
| Common Stock | 08/24/2005 | | S | 29,000 D \$ 38.65 | 19,631 | D | |
| Common Stock | | | | | 2,773.3208 | I | By Company 401(k) |

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

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SEC 1474
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Incentive Stock Option | \$ 15.32 | 08/24/2005 | | M | 7,149 | 12/11/2002 | 12/11/2011 | Common Stock | 7,149 |
| Non Qualified Option | \$ 15.32 | 08/24/2005 | | M | 1,851 | 12/11/2002 | 12/11/2011 | Common Stock | 1,851 |
| Incentive Stock Option | \$ 17.15 | 08/24/2005 | | M | 4,188 | 12/17/2003 | 12/17/2012 | Common Stock | 4,188 |
| Non Qualified Option | \$ 17.15 | 08/24/2005 | | M | 7,812 | 12/17/2003 | 12/17/2012 | Common Stock | 7,812 |
| Non Qualified Option | \$ 18.81 | 08/24/2005 | | M | 8,000 | 12/15/2004 | 12/15/2013 | Common Stock | 8,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOWARD EDWARD V 8201 PRESTON ROAD SUITE 600 DALLAS, TX 75225 | | | Vice President/Controller | |

Signatures

/s/ Edward V.
Howard

08/25/2005

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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