

VINTAGE PETROLEUM INC
 Form 5/A
 June 01, 2005

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 STEPHENSON CC JR

2. Issuer Name and Ticker or Trading Symbol
 VINTAGE PETROLEUM INC
 [VPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, Pres. & CEO

110 WEST SEVENTH STREET, SUITE 2300

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/09/2005

6. Individual or Joint/Group Reporting

(check applicable line)

TULSA, OK 74119

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	12/29/2004	Â	G ⁽¹⁾	1,000 D \$ 0	790,800	D	Â
Common Stock	12/29/2004	Â	G ⁽¹⁾	1,000 A \$ 0	1,000	I	By Wife ⁽¹⁾
Common Stock	12/29/2004	Â	G ⁽²⁾	1,000 D \$ 0	789,800	D	Â
Common Stock	12/29/2004	Â	G ⁽²⁾	1,000 A \$ 0	1,000	I	By Wife ⁽²⁾

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Common Stock	12/29/2004	Â	G ⁽³⁾	1,000	D	\$ 0	788,800	D	Â
Common Stock	12/29/2004	Â	G ⁽³⁾	1,000	A	\$ 0	1,000	I	By Wife ⁽³⁾
Common Stock	12/29/2004	Â	G ⁽⁴⁾	1,000	D	\$ 0	787,800	D	Â
Common Stock	12/29/2004	Â	G ⁽⁴⁾	1,000	A	\$ 0	1,000	I	By Wife ⁽⁴⁾
Common Stock	12/29/2004	Â	G ⁽⁵⁾	1,000	D	\$ 0	786,800	D	Â
Common Stock	12/29/2004	Â	G ⁽⁵⁾	1,000	A	\$ 0	1,000	I	By Wife ⁽⁵⁾
Common Stock	12/29/2004	Â	G ⁽⁶⁾	1,000	D	\$ 0	785,800	D	Â
Common Stock	12/29/2004	Â	G ⁽⁶⁾	1,000	A	\$ 0	1,000	I	By Wife ⁽⁶⁾

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 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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E I F I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEPHENSON CC JR 110 WEST SEVENTH STREET SUITE 2300	Â X	Â X	Â Chairman, Pres. & CEO	Â

TULSA, OK 74119

Signatures

C. C.
Stephenson, Jr.

06/01/2005

__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).
- (1) Gift to Julie N. Stephenson Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.
- (2) Gift to Kelly C. Stephenson Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.
- (3) Gift to Corry C. Stephenson Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.
- (4) Gift to Lawrence D. Field Jr. Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.
- (5) Gift to Andrew M. Field Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.
- (6) Gift to Alex S. Field Trust, of which wife of reporting person is Trustee. This gift was inadvertently omitted from the original Form 5.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.