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EL PASO CO Form 4	DRP/DE								
December 02	, 2004								
FORM	4 UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSIO		PPROVAL
Check thi	s box		Wa	shington	, D.C. 20	549		Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or							Estimated burden hou response	Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5	
Form 5 obligatior may conti <i>See</i> Instru 1(b).	Is Section 17((a) of the	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940		
(Print or Type R	esponses)								
	ddress of Reporting ROBERT W	Person [*]	Symbol	er Name an SO CORI			5. Relationship Issuer		
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	ransaction		(Ch	eck all applicabl	e)
EL PASO C LOUISIANA	ORPORATION A STREET	, 1001	(Month/ 11/30/2	Day/Year) 2004			X Director Officer (giv below)	ve title 109 below)	% Owner ner (specify
	(Street)			endment, D onth/Day/Yea	-	1	6. Individual or Applicable Line) _X_ Form filed by	One Reporting P	erson
HOUSTON,	TX 77002-						Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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		(D) Price			
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	-	-	or indirectly. spond to the colle	ection of	SEC 1474
					inforn requii	nation cont ed to resp lys a curre	tained in this form ond unless the fo ntly valid OMB co	n are not rm	(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secur

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(Instr. 3)	tr. 3) Price of (Month/Day/Y Derivative Security		r) (Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of					(Instr.
			Code V	(A)	· · ·	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Common Stk Units	\$ 0	11/30/2004	A <u>(1)</u>	7,218		(2)	(2)	Common Stock	7,218	\$ 0

Reporting Owners

Reporting Owner Name / Addre	285	Relationsh		
	Director	10% Owner	Officer	Other
GOLDMAN ROBERT W EL PASO CORPORATION 1001 LOUISIANA STREET HOUSTON, TX 77002-	X			
Signatures				
David L Siddall (POA)	12/02/2004			
<u>**</u> 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) The stock units were allocated to the reporting person's account at a market price of \$10.5200.

Each stock unit represents one share of common stock and is held in the Benefits Protection Trust, a grantor trust, of which the reporting

(2) person is a beneficiary, and of which the shares are subject to the general creditors of the Company. The stock units are payable in common stock following the date the reporting person ceases to be a director.

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