

VINTAGE PETROLEUM INC
 Form 4
 March 24, 2005

FORM 4

**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).

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 *
MEIMERSTORF MICHAEL F

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)
**110 WEST SEVENTH STREET,
 SUITE 2300**
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/23/2005

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

TULSA, OK 74119

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	03/23/2005		M			27,100	A	\$ 15.5	151,400	D	
Common Stock	03/23/2005		M			7,900	A	\$ 9.6875	159,300	D	
Common Stock	03/23/2005		S			29,300	D	\$ 31.75	130,000	D	
Common Stock	03/23/2005		S			1,400	D	\$ 31.76	128,600	D	
Common Stock	03/23/2005		S			800	D	\$ 31.77	127,800	D	

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Common Stock	03/23/2005	S	700	D	\$ 31.78	127,100	D	
Common Stock	03/23/2005	S	900	D	\$ 31.79	126,200	D	
Common Stock	03/23/2005	S	500	D	\$ 31.8	125,700	D	
Common Stock	03/23/2005	S	600	D	\$ 31.81	125,100	D	
Common Stock	03/23/2005	S	300	D	\$ 31.82	124,800	D	
Common Stock	03/23/2005	S	300	D	\$ 31.83	124,500	D	
Common Stock	03/23/2005	S	200	D	\$ 31.84	124,300	D	
Common Stock						6,616 ⁽¹⁾	I	By 401(k) Plan

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽²⁾	\$ 15.5	03/23/2005		M	27,100	03/07/2000	03/06/2007	Common Stock	27,100
Employee Stock Option (right to	\$ 9.6875	03/23/2005		M	7,900	03/15/1999	03/14/2006	Common Stock	7,900

buy) ⁽³⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEIMERSTORF MICHAEL F 110 WEST SEVENTH STREET, SUITE 2300 TULSA, OK 74119			Vice President	

Signatures

Michael F.
Meimerstorf 03/24/2005

__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) Information is based on a plan statement dated as of March 16, 2005.
- (2) This option was previously reported as covering 13,550 shares at an exercise price of \$31.00 per share, but was adjusted to reflect a two-for-one stock split on October 7, 1997.
- (3) This option was previously reported as covering 4,678 shares at an exercise price of \$19.375 per share, but was adjusted to reflect a two-for-one stock split on October 7, 1997.

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.