

LINDSEY TIMOTHY R

Form 4

October 26, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
LINDSEY TIMOTHY R2. Issuer Name and Ticker or Trading
Symbol
HOUSTON EXPLORATION CO
[THX]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

THE HOUSTON EXPLORATION
COMPANY, 1100 LOUISIANA ST.,
SUITE 20003. Date of Earliest Transaction
(Month/Day/Year)
10/22/2004____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP Exploration

(Street)

HOUSTON, TX 77002-5215

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 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 (\$0.01 par value) ⁽¹⁾	10/22/2004		A		3,000	A	\$ 59.16
					3,000	D	

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

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information contained in this form are not
required to respond unless the form
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(9-02)

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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)
employee stock options (right to buy)	\$ 59.16	10/22/2004		A	5,000	10/22/2005 ⁽²⁾ 10/22/2014 ⁽²⁾	common stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
LINDSEY TIMOTHY R THE HOUSTON EXPLORATION COMPANY 1100 LOUISIANA ST., SUITE 2000 HOUSTON, TX 77002-5215	Director 10% Owner Officer Other VP Exploration

Signatures

/s/ Timothy R. Lindsey 10/26/2004

__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) Restricted shares were granted on October 22, 2004 pursuant to the Company's 2004 Long-Term Incentive Plan and are restricted from sale or transfer until fully vested. Restricted shares will vest if Employee continuously remains an employee of the Company or an Affiliate through the earlier of (i) five years from the date of grant or (ii) Employee's continuous service as a Employee with the Company or an Affiliate terminates by reason of death, disability or retirement.
- (2) Employee stock options vest in five equal annual installments beginning on the first anniversary of the grant date and expire 10 years from the grant.

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.