

EL PASO NATURAL GAS CO  
Form 8-K  
March 30, 2007

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report: March 29, 2007**

**EL PASO NATURAL GAS COMPANY**  
(Exact name of Registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation or  
organization)

1-2700  
(Commission File  
Number)

74-0608280  
(I.R.S. Employer  
Identification No.)

El Paso Building  
1001 Louisiana Street  
Houston, Texas 77002

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (713) 420-2600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On March 29, 2007, we announced that we have priced an offering of \$355 million of senior notes due 2017 with a coupon of 5.95%. This offering was done in a Rule 144A and Regulation S offering with registration rights. A copy of the press release announcing the pricing of the notes offering is attached as Exhibit 99.A.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit Number**

**Description**

99.A

Press Release dated March 29, 2007.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**EL PASO NATURAL GAS COMPANY**

**By:** */s/ John J. Hopper*  
**John J. Hopper**  
Vice President and Treasurer

**Dated: March 29, 2007**

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.A	Press Release dated March 29, 2007.