

PRIMA ENERGY CORP  
Form 15-12G  
July 30, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 15**

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER  
SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR  
SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 0-9408

Prima Energy Corporation

(Exact name of registrant as specified in its charter)

1099 18<sup>th</sup> Street, Suite 400

Denver, Colorado 80202

(303) 297-2100

(Address, including zip code, and telephone number, including area code,  
of registrant's principal executive offices)

Common Stock, par value \$0.015 per share, including the associated  
rights to purchase shares of preferred stock

(Title of each class of securities covered by this Form)

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None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) of 15(d) remains)

Please place an X in the box(es) or designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
		Rule 15d-6	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice date: one (1)

Pursuant to the requirements of the Securities Exchange Act of 1934, Prima Energy Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

PRIMA ENERGY CORPORATION

Date: July 30, 2004

By: /s/ Neil L. Stenbuck  
Name: Neil L. Stenbuck  
Title: Executive Vice President  
Finance,  
Chief Financial Officer and  
Treasurer