

BERNHARD ROBERT ARTHUR  
 Form 4  
 December 05, 2005

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

OMB APPROVAL

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**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 \*  
 BERNHARD ROBERT ARTHUR

2. Issuer Name and Ticker or Trading Symbol  
 STONE ENERGY CORP [SGY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 825 THIRD AVE., 31ST FL  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/01/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

NEW YORK, NY 10022

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	12/01/2005		S <sup>(2)</sup>	1,500 D \$ 44.75	110,492	D	
Common Stock					30,000	I	Held by Trust
Common Stock					4,500	I	Held by Wife

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

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SEC 1474 (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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Nonemployee Director's Option (Right to Buy)	\$ 44.385					05/20/2005 <sup>(1)</sup>	05/20/2009	Common Stock	5,000
Nonemployee Director's Option (Right to Buy)	\$ 38.19					05/21/2004 <sup>(1)</sup>	05/21/2008	Common Stock	5,000
Nonemployee Director's Option (Right to Buy)	\$ 42.96					05/16/2003 <sup>(1)</sup>	05/16/2007	Common Stock	5,000
Nonemployee Director's Option (Right to Buy)	\$ 54.375					05/17/2002 <sup>(1)</sup>	05/17/2006	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERNHARD ROBERT ARTHUR 825 THIRD AVE. 31ST FL NEW YORK, NY 10022	X			

## Signatures

Robert A. Bernhard  
Date: 12/05/2005

\_\_Signature of  
Reporting Person

## 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) Exercisable in annual increments of one-third beginning on the 1st anniversary of the date of grant.
- (2) Transaction pursuant to established 10b5-1 plan between reporting person and Lehman Brothers Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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