

DYNEGY INC /IL/
Form 8-K
January 29, 2004

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 (Date of earliest event reported)

January 29, 2004

DYNEGY INC.

(Exact name of registrant as specified in its charter)

Illinois
(State or Other Jurisdiction
of Incorporation)

1-15659
(Commission File Number)

74-2928353
(I.R.S. Employer
Identification No.)

1000 Louisiana, Suite 5800

Houston, Texas 77002

(Address of principal executive offices including Zip Code)

(713) 507-6400

(Registrant's telephone number, including area code)

N.A.

(Former name or former address, if changed since last report)

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(a) Financial Statements: Not applicable

(b) Pro Forma Financial Information: Not applicable

(c) Exhibits:

<u>Exhibit</u> <u>No.</u>	<u>Document</u>
99.1	Press release dated January 29, 2004.

Item 12. Results of Operations and Financial Condition.

On January 29, 2004, Dynegy Inc. (Dynegy) issued a press release announcing its fourth quarter and year-end 2003 earnings and its 2004 earnings guidance estimates. A copy of Dynegy 's January 29th press release is attached hereto as exhibit 99.1 and is incorporated herein by this reference. The press release contains certain non-GAAP financial information. The reconciliation of such non-GAAP financial information to GAAP financial measures is included in the press release. Further, the press release contains statements intended as forward-looking statements which are subject to the cautionary statement about forward-looking statements set forth therein.

In accordance with SEC Release No. 33-8176, the information contained in such press release shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Dynegy management will hold an investor conference call at 9 a.m. EST (8 a.m. CST) on Thursday, January 29, 2004 to review its fourth quarter and year-end 2003 financial results and 2004 earnings guidance estimates. A live simulcast of the conference call, together with the related presentation materials, will be available on the Internet in the News and Financials section of www.dynegy.com.

SIGNATURES

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

DYNEGY INC.

(Registrant)

Dated: January 29, 2004

By: /s/ J. KEVIN BLODGETT

Name: J. Kevin Blodgett

Title: Corporate Secretary

EXHIBIT INDEX

Exhibit

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