

DYNEGY INC /IL/  
Form 8-K  
December 08, 2004

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# 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)

December 8, 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)

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N.A.

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

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)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition.**

As more fully discussed in Item 7.01 below, on Wednesday, December 8, 2004, Dynegy Inc. ( Dynegy ) will update its 2004 guidance estimates and provide detailed information on the company s operations, earnings and cash flow guidance for 2005, as well as information relating to its longer-term business prospects, at an Analyst Day conference in New York City beginning at 8 a.m. ET/7 a.m. CT.

**Item 7.01 Regulation FD Disclosure.**

On Wednesday, December 8, 2004, Dynegy will update its 2004 guidance estimates and provide detailed information on the company s operations, earnings and cash flow guidance for 2005, as well as information relating to its longer-term business prospects, at an Analyst Day conference in New York City beginning at 8 a.m. ET/7 a.m. CT. A live simulcast of the Analyst Day conference, together with the related presentation materials, will be available on the Internet in the News and Financials section of [www.dynegy.com](http://www.dynegy.com).

Copies of the slides to be presented at this conference by the following speakers (including the Appendix relating to those presentations) are being furnished as exhibits to this Current Report on Form 8-K pursuant to Regulation FD:

Bruce A. Williamson Chairman, President and Chief Executive Officer

Nick J. Caruso Executive Vice President and Chief Financial Officer

Alec G. Dreyer Executive Vice President Generation

Stephen A. Furbacher Executive Vice President Natural Gas Liquids

Peter J. Wilt Vice President, Investor Relations

The presentation slides contain statements intended as forward-looking statements which are subject to the cautionary statement about forward-looking statements set forth in exhibit 99.1. Certain of these slides also contain non-GAAP financial information. The reconciliation of such non-GAAP financial information to GAAP financial measures, to the extent available without unreasonable effort, is included in the slides, particularly in the Appendix which is furnished herewith as exhibit 99.7.

In accordance with SEC Release No. 33-8176, the information contained in the presentation slides 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.

**Item 9.01 Financial Statements and Exhibits.**

(a) Financial Statements of Businesses Acquired: Not applicable

(b) Pro Forma Financial Information: Not applicable.

(c) Exhibits:

| <b>Exhibit<br/>No.</b> | <b>Document</b>   |
|------------------------|---|
| 99.1                   | Dynegy Inc. slide presentation entitled Introduction.                                   |
| 99.2                   | Dynegy Inc. slide presentation entitled Strategic Overview.                             |
| 99.3                   | Dynegy Inc. slide presentation entitled Midstream Upside Today and Core Value Tomorrow. |
| 99.4                   | Dynegy Inc. slide presentation entitled Generation Value Today and Upside Tomorrow.     |
| 99.5                   | Dynegy Inc. slide presentation entitled Financial Update.                               |
| 99.6                   | Dynegy Inc. slide presentation entitled The Dynegy Value Proposition.                   |
| 99.7                   | Dynegy Inc. slide presentation entitled Appendix.                                       |

**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: December 8, 2004

By: /s/ CAROLYN M. CAMPBELL  
Name: Carolyn M. Campbell  
Title: Secretary

**EXHIBIT INDEX**

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