

DYNEGY INC /IL/  
Form 8-K  
March 31, 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)**

March 31, 2004

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**DYNEGY INC.**

**(Exact name of registrant as specified in its charter)**

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Illinois

1-15659

74-2928353

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

1000 Louisiana, Suite 5800

Houston, Texas 77002

(Address of principal executive offices including Zip Code)

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(713) 507-6400

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(Registrant's telephone number, including area code)

N.A.

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

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

(a) Financial Statements: Not applicable

(b) Pro Forma Financial Information: Not applicable

(c) Exhibits:

**Exhibit**

<u>No.</u>	<u>Document</u>
99.1	Dynegy Inc. slide presentation to investors and analysts at the Howard Weil Energy Conference to be held in New Orleans, Louisiana on March 28-April 1, 2004.

**Item 9. Regulation FD Disclosure.**

Dynegy Inc. is participating in the Howard Weil Energy Conference scheduled for March 28-April 1, 2004. Copies of the slides to be presented at this conference by Bruce A. Williamson, President and Chief Executive Officer of Dynegy Inc., on Wednesday, March 31, 2004, are attached hereto as Exhibit 99.1 and incorporated herein by this reference. Further, this slide presentation contains statements intended as forward-looking statements which are subject to the cautionary statement about forward-looking statements set forth therein.

**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: March 31, 2004

By:           /s/ J. KEVIN BLODGETT          

Name: J. Kevin Blodgett  
Title: Corporate Secretary

**EXHIBIT INDEX**

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