

DYNEGY HOLDINGS INC

Form 8-K

August 01, 2007

**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)**  
**August 1, 2007**  
**DYNEGY INC.**  
**DYNEGY HOLDINGS INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
**Delaware**

**001-33443**  
**000-29311**

**20-5653152**  
**94-3248415**

(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)  
**(713) 507-6400**

(Registrant's telephone number, including area code)  
**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 7.01 Regulation FD Disclosure.**

On August 1, 2007, Dynegy Inc. ( Dynegy ) issued a press release announcing its wholly owned subsidiary, Dynegy Holdings Inc. ( DHI ), has completed the sale of Altura Cogen, LLC (formerly CoGen Lyondell, Inc.). A copy of the press release announcing the completed sale is being furnished pursuant to Regulation FD as Exhibit 99.1 to this Current Report on Form 8-K. The information in the press release shall not be deemed to be incorporated by reference into the filings of Dynegy and DHI under the Securities Act of 1933, as amended, except as set forth with respect thereto in any such filing. In addition, the press release contains statements intended as forward-looking statements which are subject to the cautionary statements about forward-looking statements set forth in such press release.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

**Exhibit**

**No.**

**Document**

99.1 Dynegy Inc. press release dated August 1, 2007.

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**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: August 1, 2007

By: /s/ Kent R. Stephenson

Name: Kent R. Stephenson

Title: Senior Vice President, Deputy  
General Counsel

**DYNEGY HOLDINGS, INC.**

(Registrant)

Dated: August 1, 2007

By: /s/ Kent R. Stephenson

Name: Kent R. Stephenson

Title: Senior Vice President, Deputy  
General Counsel

**EXHIBIT INDEX**

**Exhibit**

**No.**

**Document**

99.1            Dynegy Inc. press release dated August 1, 2007.

\*   Furnished  
    herewith.