

PANAMSAT CORP /NEW/
Form 8-K
July 22, 2004

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**UNITED STATES
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) **July 22, 2004**

PanAmSat Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
Of incorporation)

0-22531
(Commission
File Number)

95-4607698
(IRS Employer
Identification No.)

20 Westport Road, Wilton, CT
(Address of principal executive offices)

06897
(Zip Code)

Registrant's telephone number, including area code **(203) 210-8000**

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



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

(c)

Exhibits

99.1

Press Release dated July 22, 2004*

99.2

Supplemental Regulation FD Disclosure of PanAmSat Corporation dated July 22, 2004*

*

These exhibits are furnished by the Company and are not "filed" for purposes of Section 18 of the Exchange Act. See Item 9.

Item 9. Regulation FD Disclosure.

On July 22, 2004, PanAmSat Corporation (the "Company") issued a press release announcing the proposed offering of notes in a transaction exempt from registration under the Securities Act of 1933, as amended. A copy of the press release is filed as Exhibit 99.1 hereto and incorporated by reference herein.

In addition, attached as Exhibit 99.2 hereto and incorporated by reference herein is a presentation of certain financial information relating to the Company, including certain information relating to its recent financial results and certain other information relating to the pending acquisition of the Company by affiliates of Kohlberg Kravis Roberts & Co. L.P., The Carlyle Group and Providence Equity Partners, Inc.

SIGNATURES

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

Date: July 22, 2004

PANAMSAT CORPORATION

Registrant

By: /s/ JAMES W. CUMINALE

Name: James W. Cuminale
Title: Executive Vice President, Corporate Development
General Counsel and Secretary

EXHIBIT INDEX

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|--------------------|--|
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