

DYNEGY INC.  
Form 8-K  
November 17, 2008

## 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)

November 17, 2008 (November 12, 2008)

## DYNEGY INC.

(Exact name of registrant as specified in its charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-33443  
(Commission File Number)

20-5653152  
(I.R.S. Employer  
Identification No.)

1000 Louisiana, Suite 5800, Houston, Texas  
(Address of principal executive offices)  
(713) 507-6400

77002  
(Zip Code)

(Registrant's telephone number, including area code)

N.A.

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(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 5.02            Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 13, 2008 Dynegy Inc. announced that on November 12, 2008 Jason Hochberg, Executive Vice President, Commercial and Market Analytics, resigned from the company. Charles C. Cook, formerly Senior Vice President, Strategic Planning, Corporate Business Development and Treasurer has been promoted to Executive Vice President, Commercial and Market Analytics to replace Mr. Hochberg. Additionally, Holli C. Nichols, Executive Vice President and Chief Financial Officer, will also serve as Treasurer of the company. These management changes will be effective December 1, 2008.

**Item 7.01            Regulation FD Disclosure.**

A copy of the press release issued by Dynegy Inc. announcing the above changes is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Pursuant to General Instruction B.2 of Form 8-K and Securities and Exchange Commission Release No. 33-8176, the information contained in the press release furnished as an exhibit hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not 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. 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 November 13, 2008.

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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: November 17, 2008

By: /s/ KENT R. STEPHENSON

Name: Kent R. Stephenson

Title: Senior Vice President, Deputy General Counsel

**EXHIBIT INDEX**

**Exhibit**

| <u>No.</u> | <u>Document</u>   |
|------------|---|
| 99.1       | <u>Dynegy Inc. press release dated November 13, 2008.</u> |