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PIONEER NATURAL RESOURCES CO

Form 8-K

September 24, 2004

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): September 24, 2004

Pioneer Natural Resources Company

-----  
(Exact name of Registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Delaware  | 1-13245                     | 75-2702753                              |
| -----   | -----                       | -----                                   |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

|  |            |
|--|------------|
| 5205 N. O'Connor Blvd., Suite 900, Irving, Texas | 75039      |
| -----  | -----      |
| (Address of principal executive offices)         | (Zip Code) |

(972) 444-9001

-----  
(Registrant's telephone number, including area code)

Not applicable

-----  
(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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PIONEER NATURAL RESOURCES COMPANY

Item 5.02. Departure of Directors or Principal Officers; Election of Directors;  
Appointment of Principal Officers

On September 24, 2004, Pioneer Natural Resources Company (the "Company") issued a news release that is attached hereto as exhibit 99.1. In the news release, the Company announced that on September 24, 2004, Jim A. Watson was appointed to the Company's board of directors as an independent director and will stand for election at the Company's 2005 annual shareholder meeting. Mr. Watson will be named to the audit committee of the board of directors. There is no arrangement or understanding between Mr. Watson and any other persons pursuant to which Mr. Watson was selected as a director. There have been no transactions since January 1, 2004 nor are there any currently proposed transactions to which the Company or any of its subsidiaries was or is to be a party that require disclosure under Rule 404(a) of Regulation S-K related to the appointment of Mr. Watson.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

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99.1 News Release dated September 24, 2004.

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PIONEER NATURAL RESOURCES COMPANY

S I G N A T U R E

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.

PIONEER NATURAL RESOURCES COMPANY

Date: September 24, 2004

By: /s/ Richard P. Dealy

-----  
Richard P. Dealy  
Vice President and Chief Accounting Officer

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PIONEER NATURAL RESOURCES COMPANY

EXHIBIT INDEX

| Exhibit No. | Description                            |
|-------------|--|
| 99.1(a)     | News Release dated September 24, 2004. |

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(a) filed herewith

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