

PIONEER NATURAL RESOURCES CO  
Form 8-K  
April 29, 2002

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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): APRIL 25, 2002

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PIONEER NATURAL RESOURCES COMPANY  
(Exact name of Registrant as specified in its charter)

DELAWARE  
(State or other  
jurisdiction of incorporation)

1-13245  
(Commission File Number)

75-27  
(I.R.S.  
Identificat

5205 N. O'CONNOR BLVD.  
SUITE 1400  
IRVING, TEXAS  
(Address of principal  
executive offices)

750  
(Zip

Registrant's telephone number, including area code: (972) 444-9001

NOT APPLICABLE  
(Former name or former address, if changed since last report)

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) EXHIBITS.

99.1 Underwriting Agreement dated April 25, 2002, among Pioneer Natural Resources Company, Pioneer Natural Resources USA, Inc., Credit Suisse First Boston Corporation and J.P. Morgan Securities Inc. as the underwriters, and Raymond James & Associates, Inc. as the qualified independent underwriter.

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- 99.2 Form of Third Supplemental Indenture, to be dated as of April 30, 2002, among Pioneer Natural Resources Company, Pioneer Natural Resources USA, Inc., as the subsidiary guarantor, and The Bank of New York, as Trustee.
- 99.3 Form of 7.50% Senior Notes due 2012 of Pioneer Natural Resources Company.
- 99.4 Form of Guarantee, to be dated as of April 30, 2002, of Pioneer Natural Resources USA, Inc.

SIGNATURE

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 thereunto duly authorized.

PIONEER NATURAL RESOURCES COMPANY

By: /s/ Richard P. Dealy  
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Richard P. Dealy  
Vice President and Chief  
Accounting Officer

Date: April 29, 2002

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EXHIBIT INDEX

EXHIBIT NUMBER -----	EXHIBIT TITLE -----
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