

DEX MEDIA INC  
Form DEFA14A  
October 04, 2005

**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): October 3, 2005

**Dex Media, Inc.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-32249  
(Commission File Number)

14-1855759  
(IRS Employer  
Identification No.)

198 Inverness Drive West, Englewood, Colorado  
(Address of principal executive offices)

80112  
(Zip Code)

(303) 784-2900

(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 (*see* General Instruction A.2. below):

- 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))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On October 3, 2005, Dex Media, Inc. (the Company ) issued a press release in order to clarify certain remarks made earlier on October 3, 2005 on an investor teleconference held to discuss the Company s entry into a definitive agreement to be acquired by R.H. Donnelley Corporation. A copy of such press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

Exhibit No.	Description
99.1	Press Release, dated October 3, 2005, issued jointly by Dex Media, Inc. and R.H. Donnelley Corporation.

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**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.

DEX MEDIA, INC.

Date: October 4, 2005

By: /s/ FRANK M. EICHLER  
Name: Frank M. Eichler  
Title: Senior Vice President, General  
Counsel

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**EXHIBIT INDEX**

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