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DYNEGY INC /IL/
Form 8-K
September 23, 2002

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 16, 2002

DYNEGY INC.
(Exact Name of Registrant as Specified in its Charter)

| | | |
|---|--------------------------|--------------------------------------|
| Illinois | 1-15659 | 74-2928353 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

1000 Louisiana, Suite 5800
Houston, Texas 77002
(Address of principal executive offices)

Registrant's telephone number, including area code: (713) 507-6400

Not Applicable
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On September 16, 2002, Dynegy Inc. ("Dynegy") issued a press release announcing that Barry J. Galt had been elected to Dynegy's Board of Directors and Audit and Compliance Committee. Mr. Galt, the former Seagull Energy Corp. Chairman and Chief Executive Officer, replaced Michael D. Capellas, who previously resigned from Dynegy's Board of Directors. A copy of Dynegy's September 16th press release is attached hereto as exhibit 99.1 and is incorporated herein by this reference.

On September 20, 2002, Dynegy issued a press release announcing that Daniel L Dienstbier had been elected Dynegy's Chairman of the Board. Dynegy also announced that H. John Riley, Jr., Chairman, President and Chief Executive Officer of Cooper Industries, Ltd., has resigned from the Board. Mr. Riley's successor on the Board has not been named. A copy of Dynegy's September 20th press release is attached hereto as exhibit 99.2 and is incorporated herein by this reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

- a) Financial Statements of Business Acquired - Not Applicable.
- b) Pro Forma Financial Information - Not Applicable.

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c) Exhibits:

99.1 Press Release of Dynegy Inc. dated September 16, 2002.

99.2 Press Release of Dynegy Inc. dated September 20, 2002.

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 hereunto duly authorized.

DYNEGY INC.

BY: /s/ Keith R. Fullenweider

Keith R. Fullenweider
Senior Vice President,
Deputy General Counsel and Secretary

Dated: September 23, 2002