

PIONEER NATURAL RESOURCES CO

Form 8-K

January 31, 2006

**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): January 30, 2006**

**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)

**75-2702753**  
(I.R.S. Employer  
Identification Number)

**5205 N. O Connor Blvd  
Suite 900  
Irving, Texas**

(Address of principal  
executive offices)

**75039**  
(Zip code)

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

**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))
-

**Item 7.01. Regulation FD Disclosure**

The presentation attached hereto as exhibit 99.1 includes certain information about Pioneer Natural Resources Company (the Company).

The presentation indicates that the Company has evaluated bids on its previously announced effort to divest its properties in the deepwater Gulf of Mexico. Negotiations for the sale of such properties are underway. The Company currently expects that it will be late February or early March before it is definitively known whether or not an agreement can be reached for the sale of these properties.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 Pioneer Natural Resources Presentation

---

**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.

**PIONEER NATURAL RESOURCES  
COMPANY**

/s/ Darin G. Holderness  
Darin G. Holderness  
Vice President and Chief Accounting  
Officer

Dated: January 30, 2006

---

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> |  | <b>Exhibit Title</b> |
|---------------------------|--|----------------------|
| 99.1 (a)                  | Pioneer Natural Resources Presentation |                      |
| (a)                       | filed herewith                         |                      |