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ENERGY PARTNERS LTD
Form 8-K
November 12, 2003

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

November 10, 2003
Date of Report (Date of earliest event reported)

ENERGY PARTNERS, LTD.
(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| Delaware | 001-16179 | 72-1409562 |
| (State or other jurisdiction of incorporation or organization) | (Commission file number) | (I.R.S. Employer Identification No.) |

201 St. Charles Avenue, Suite 3400
New Orleans, Louisiana 70170
(Address of principal executive offices)

(504) 569-1875
(Registrant's telephone number, including area code)

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

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Item 5. Other Events.

On November 10, 2003, Evercore Capital Partners, L.P. and certain of its affiliates agreed to sell the 4,544,572 shares of our common stock registered for sale under the registration statement on Form S-3 (No. 333-109871) that we filed with the Securities and Exchange Commission on October 22, 2003, and which was declared effective on November 4, 2003. We are filing as an exhibit to this Current Report on Form 8-K the underwriting agreement related to the foregoing transaction, which document is listed on the exhibit list under Item 7 of this Form 8-K.

Item 7. Financial Statements and Exhibits.

(c) Exhibits. The following exhibit is filed herewith:

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| Exhibit No. ----- | Description ----- |
|----------------------|--|
| 1.1 | Underwriting Agreement, dated as of November 10, 2003, among the Company, the Selling Stockholders and the Representatives of the Underwriters (capitalized terms as defined therein). |

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.

Dated: November 12, 2003

ENERGY PARTNERS, LTD.

By: /s/ John H. Peper

Name: John H. Peper
Title: Executive Vice President,
General Counsel and
Corporate Secretary