

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))
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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

**Exhibit
Number**

Exhibit Title

99.1 (a) Pioneer Natural Resources Presentation

(a) filed herewith