SINGH K PAUL
Form 4
July 02, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SINGH K PAUL

(Last) (First) (Middle)

7901 JONES BRANCH DRIVE, SUITE 900

(Street)

MCLEAN, VA 22102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PRIMUS TELECOMMUNICATIONS GROUP INC [PRTL]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/01/2009	07/01/2009(1)	D(1)		3,291,835	D	$ 0	0	D	
Common Stock	07/01/2009	07/01/2009(1)	D(1)		381,886	D	$ 0	0	I	Owned by spouse and children
Common Stock	07/01/2009	07/01/2009(1)	D(1)		405,600	D	$ 0	0	I	Owned by Foundation

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Employee Stock Option (right to buy)	$ 0.9	07/01/2009	07/01/2009(1)	D(1)			168,334	(2)	07/09/2011	Common Stock	168,
Employee Stock Option (right to buy)	$ 0.9	07/01/2009	07/01/2009(1)	D(1)			338,100	(2)	07/09/2011	Common Stock	338,
Employee Stock Option (right to buy)	$ 1.65	07/01/2009	07/01/2009(1)	D(1)			505,000	(4)	12/19/2012	Common Stock	505,
Employee Stock Option (right to buy)	$ 1.9	07/01/2009	07/01/2009(1)	D(1)			250,000	(5)	01/10/2013	Common Stock	250,
Employee Stock Option (right to buy)	$ 1.98	07/01/2009	07/01/2009(1)	D(1)			1,100,000	(6)	02/12/2013	Common Stock	1,100
Employee Stock Option (right to buy)	$ 3.03	07/01/2009	07/01/2009(1)	D(1)			300,000	(7)	11/30/2014	Common Stock	300,
	$ 0.77	07/01/2009	07/01/2009(1)	D(1)			200,000	(8)	02/02/2016		200,

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	$ 0.36	07/01/2009	07/01/2009[(1)]	D[(1)]	300,000	[(9)]	03/03/2018	Common Stock	300,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINGH K PAUL 7901 JONES BRANCH DRIVE SUITE 900 MCLEAN, VA 22102	X		Chairman, President and CEO	

Signatures

K. Paul Singh	07/01/2009
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) On March 16, Primus Telecommunications Group, Inc. and three of its subsidiaries each filed a Chapter 11 case. The Plan of Reorganization was approved by the Bankruptcy Court on June 12, 2009 and became effective on July 1, 2009, whereupon all previously outstanding equities were automatically cancelled.

(2) The option vested in two equal installments on July 9, 2002 and July 9, 2003.

(3) No consideration.

(4) The option vested in two equal installments on December 19, 2003 and December 19, 2004.

(5) The option vested in three equal installments on January 10, 2004, January 10, 2005 and December 21, 2005.

(6) The option vested on February 12, 2004.

(7) The option vested on December 21, 2005.

(8) The option vested in six equal semi-annual installment beginning on August 2, 2006.

(9) The option vests in six equal semi-annual installment beginning on September 3, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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