

LEAP WIRELESS INTERNATIONAL INC
Form 8-K
June 20, 2008

**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): June 19, 2008

LEAP WIRELESS INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Delaware

000-29752

33-0811062

(State or other jurisdiction of
incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

**10307 Pacific Center Court
San Diego, California 92121**

(Address of Principal Executive Offices)

(858) 882-6000

(Registrant's telephone number, including area code)

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 (*see* General Instruction A.2. below):

- 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 8.01 Other Events.

On June 19, 2008, Leap Wireless International, Inc. (Leap) issued a press release pursuant to Rule 135c under the Securities Act of 1933, as amended (the Securities Act), regarding its proposed issuance of convertible senior notes due 2014 through a private placement to qualified institutional buyers pursuant to Rule 144A under the Securities Act. Leap issued a subsequent press release on June 19, 2008, announcing that it had priced an offering of \$220 million in aggregate principal amount of 4.5% convertible senior notes due 2014, at an issue price of 100% of the principal amount.

In accordance with Rule 135c(d) under the Securities Act, copies of the press releases are attached hereto as Exhibits 99.1 and 99.2.

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Press Release of Leap Wireless International, Inc., dated June 19, 2008
99.2	Press Release of Leap Wireless International, Inc., dated June 19, 2008

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.

LEAP WIRELESS INTERNATIONAL, INC.

Date: June 19, 2008

By /s/ S. Douglas Hutcheson

Name: S. Douglas Hutcheson

Title: Chief Executive Officer, President and
Acting Chief Financial Officer

EXHIBIT INDEX

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