

Edgar Filing: LEUCADIA NATIONAL CORP - Form 8-K/A

and liabilities.

The description of the Agreement and the transactions contemplated thereby contained in the Form 8-K are qualified in their entirety by reference to (i) the Agreement, a copy of which is attached hereto as Exhibit 10.1 and is hereby incorporated by reference, and (ii) the Registration Rights and Transfer Restriction Agreement, the form of which is attached hereto as Exhibit 10.2 and is hereby incorporated by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

10.1 Purchase Agreement, dated as of October 30, 2005, among Leucadia National Corporation, Baldwin Enterprises, Inc., Level 3 Communications, LLC and Level 3 Communications, Inc.

10.2 Form of Registration Rights and Transfer Restriction Agreement by and among Leucadia National Corporation, Baldwin Enterprises, Inc. and Level 3 Communications, Inc.

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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.

Date: November 1, 2005

LEUCADIA NATIONAL CORPORATION

By: /s/ Joseph A. Orlando

Name: Joseph A. Orlando
Title: Vice President and Chief
Financial Officer

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