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ENERGY PARTNERS LTD  
Form 8-K  
March 19, 2004

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

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FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities  
Exchange Act of 1934

March 16, 2004  
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<br>incorporation or organization) | (Commission file number) | (I.R.S. Employer<br>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 March 16, 2004, the Company and Bruce R. Sidner entered into an amendment to Mr. Sidner's Employment and Stock Ownership Agreement. The amendment in part extends the term of Mr. Sidner's employment to January 15, 2007. In connection with this amendment, Mr. Sidner received a grant of 71,429 restricted shares, which will vest on January 14, 2007, subject to his continued employment with the Company and subject to earlier vesting in the event of death, disability, involuntary termination without cause, termination for good reason or a change of control. A copy of the amendment is attached as exhibit 99.1 hereto and incorporated herein by reference.

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EXHIBIT INDEX

| Exhibit No.<br>----- | Description<br>-----  |
|----------------------|---|
| 99.1                 | Agreement Amending Employment and Stock Ownership Agreement By and Between Energy Partners, Ltd. and Bruce R. Sidner, dated March 16, 2004. |

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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.

Dated: March 19, 2004

ENERGY PARTNERS, LTD.

By: /s/ Suzanne V. Baer

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Suzanne V. Baer  
Executive Vice President and Chief  
Financial Officer  
(Authorized Officer and Principal  
Financial Officer)