

BOOK TRACY R
Form 4
July 02, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOOK TRACY R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President - Controller

(Last) (First) (Middle)

7901 JONES BRANCH
DRIVE, SUITE 900

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2009

MCLEAN, VA 22102

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	07/01/2009	07/01/2009	D ⁽¹⁾	11,162 D \$ 0 0		D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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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 of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 0.9	07/01/2009	07/01/2009	D ⁽¹⁾	10,000	⁽²⁾ 07/09/2011	Common Stock	10,000	
Employee Stock Option (right to buy)	\$ 1.65	07/01/2009	07/01/2009	D ⁽¹⁾	30,000	⁽⁴⁾ 12/19/2012	Common Stock	30,000	
Employee Stock Option (right to buy)	\$ 1.9	07/01/2009	07/01/2009	D ⁽¹⁾	6,000	⁽⁵⁾ 01/10/2013	Common Stock	6,000	
Employee Stock Option (right to buy)	\$ 6.12	07/01/2009	07/01/2009	D ⁽¹⁾	9,000	⁽⁶⁾ 06/07/2014	Common Stock	9,000	
Employee Stock Option (right to buy)	\$ 0.87	07/01/2009	07/01/2009	D ⁽¹⁾	30,000	⁽⁷⁾ 11/18/2015	Common Stock	30,000	
Employee Stock Option (right to buy)	\$ 0.36	07/01/2009	07/01/2009	D ⁽¹⁾	40,000	⁽⁸⁾ 03/03/2018	Common Stock	40,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

