

DELPHI CORP
Form 8-K
September 21, 2005

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) September 20, 2005
Delphi Corporation
(Exact Name of Registrant as Specified in Its Charter)**

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|--|---|--|
| <u>Delaware</u> (State or Other Jurisdiction of Incorporation) | <u>1-14787</u> (Commission File Number) | <u>38-3430473</u> (IRS Employer Identification No.) |
| <u>5725 Delphi Drive, Troy, MI</u> (Address of Principal Executive Offices) | <u>(248) 813-2000</u> (Registrant's Telephone Number, Including Area Code) | <u>48098</u> (Zip Code) |

(Former Name or Former Address, if Changed Since Last Report)

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 7.01 REGULATION FD DISCLOSURE

SIGNATURE

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ITEM 7.01 REGULATION FD DISCLOSURE

In response to market rumors, Delphi Corporation (the Company) confirmed that it has not drawn the remaining \$300 million under its \$1.8 billion revolving credit facility. The Company previously disclosed that in August 2005 it drew down \$1.5 billion under this facility. Delphi does not intend, or assume any obligation, to update its statements herein.

SIGNATURE

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.

DELPHI CORPORATION

(Registrant)

Date: September 20, 2005

By: /s/ JOHN D. SHEEHAN

(John D. Sheehan, Acting Chief Financial Officer,
Chief Accounting Officer and Controller)