

PHOENIX GOLD INTERNATIONAL INC

Form 8-K

October 03, 2003

**United States
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

October 3, 2003

(Date of earliest event reported)

PHOENIX GOLD INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

OREGON

(State or other jurisdiction
of incorporation)

000-25866

(Commission file
Number)

93-1066325

(I.R.S. Employer
Identification Number)

9300 NORTH DECATUR STREET, PORTLAND, OREGON

(Address of principal executive offices)

97203

(Zip code)

(503) 286-9300

(Registrant s telephone number, including area code)

PHOENIX GOLD INTERNATIONAL, INC.

Form 8-K

October 3, 2003

INDEX

Item 5. Other Events and Regulation FD Disclosure

Item 7. Financial Statements and Exhibits

SIGNATURES

INDEX TO EXHIBITS

Item 5. Other Events and Regulation FD Disclosure.

On October 2, 2003, Phoenix Gold International, Inc. publicly disclosed in a press release certain management changes. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibit is being filed herewith:

99.1 Press Release, dated October 2, 2003, of Phoenix Gold International, Inc.

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.

PHOENIX GOLD INTERNATIONAL, INC.

/s/ Joseph K. O'Brien
Joseph K. O'Brien
Vice President, Chief Financial Officer
and Secretary
(Principal Financial and Accounting Officer)

Dated: October 3, 2003

INDEX TO EXHIBITS

Exhibit		Page
99.1	Press Release dated October 2, 2003 of Phoenix Gold International, Inc.	6