

BELLSOUTH CORP
Form 8-K
October 24, 2001

Table of Contents

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

Date of Report (Date of earliest event reported):
October 22, 2001

BELLSOUTH CORPORATION
(Exact name of registrant as specified in its charter)

Georgia
(State or other
jurisdiction of
incorporation) (Commission
File Number) (IRS Employer
Identification
No.)

1-8607

58-1533433

Room 15G03, 1155 Peachtree Street, N. E., Atlanta, Georgia
(Address of principal executive offices) (Zip Code)

30309-3610

Registrant's telephone number, including area code
(404) 249-2000

TABLE OF CONTENTS

Item 5. Other Events and Regulation FD Disclosure

Item 7. Financial Statements and Exhibits

SIGNATURE

Underwriting Agreement dated 10-22-01

Form of Note for the 5% Note due 2006

Form of Note for the 6% Note due 2011

Form of Note for the 6 7/8% Notes due 2031

Ratio of Earnings to Fixed Charges

Table of Contents

Item 5. Other Events and Regulation FD Disclosure

On October 22, 2001, BellSouth announced the issuance and sale of \$1,000,000,000 aggregate principal amount of 5% Notes due 2006, \$1,000,000,000 aggregate principal amount of 6% Notes due 2011 and \$750,000,000 aggregate principal amount of 6 7/8% Notes due 2031. The Registrant is filing this Current Report on Form 8-K so as to file with the Commission certain items that are to be incorporated by reference into its Registration Statements (File No. 333-67084 and 333-77053).

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No.

1 Underwriting Agreement dated as of October 22, 2001 between BellSouth Corporation and Morgan Stanley & Co. and Salomon Smith Barney Inc., as representatives of the several underwriters.

4-a Form
of Note for
the 5% Note
due
2006 4-b
Form of
Note for the
6% Note due
2011 4-c
Form of
Note for the
6 7/8%
Notes due
2031 12
Ratio of
Earnings to
Fixed
Charges

Table of Contents

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 thereunto duly authorized.

BELLSOUTH CORPORATION

By: W. Patrick Shannon

W. Patrick Shannon

Vice
President
Finance and
Supply Chain
Management
October 23,
2001