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 24, 2003

Quanta Services, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

1-13831   74-2851603
(Commission File No.)   (IRS Employer Identification No.)

1360 Post Oak Boulevard, Suite 2100
Houston, Texas 77056
(Address of principal executive offices, including ZIP code)

(713) 629-7600
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On October 24, 2003, Quanta issued a press release announcing, among other matters, the issuance of an additional $45 million of convertible subordinated debentures. A copy of the press release is attached hereto as Exhibit 99.1.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

The following exhibits are filed as part of this Current Report on Form 8-K:

Exhibit No.	Exhibit
99.1	Press Release of Quanta Services Inc. dated October 24, 2003

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.

Dated: October 24, 2003

QUANTA SERVICES, INC.

By: /s/ DANA A. GORDON

    Name: Dana A. Gordon
    Title: Vice President -
           General Counsel

EXHIBIT INDEX

Exhibit No.   Exhibit
- -----------   -------

99.1   Press Release of Quanta Services Inc. dated October 24, 2003

EXHIBIT 99.1

(QUANTA SERVICES LOGO)   PRESS RELEASE

03-13
FOR IMMEDIATE RELEASE

Contacts: James Haddox, CFO   Ken Dennard / ksdennard@drg-e.com
           Reba Reid   Lisa Elliott / lelliott@drg-e.com
           Quanta Services, Inc.   DRG&E
           713-629-7600   713-529-6600

QUANTA SERVICES ANNOUNCES
ISSUANCE OF ADDITIONAL $45 MILLION OF
CONVERTIBLE SUBORDINATED DEBENTURES

HOUSTON - OCTOBER 24, 2003 - Quanta Services, Inc. (NYSE:PWR) today announced that the initial purchasers of the 4.50% Convertible Subordinated Debentures due 2023 have exercised their option to purchase an additional $45 million principal amount of such debentures. As a result, the final aggregate principal amount of the debentures is $270 million.

Quanta Services intends to use the net proceeds of approximately $44.3 million from the issuance of the additional debentures to repay approximately $38.4 million in principal amount of its senior secured notes and to pay associated make-whole prepayment premiums in the amount of approximately $5.9 million.

The debentures have been offered only to qualified institutional buyers in reliance on Rule 144A under the Securities Act. The debentures and the shares of common stock issuable upon conversion of the debentures have not been registered under the Securities Act or any state securities laws. Unless so registered, the debentures and the shares of common stock issuable upon conversion of the debentures may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act and applicable state securities laws.

Quanta Services, Inc. is a leading provider of specialized contracting services, delivering end-to-end network solutions for electric power, gas, telecommunications and cable television industries. The company's comprehensive services include designing, installing, repairing and maintaining network infrastructure nationwide.

Statements in this press release that contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, include, but are not limited to, statements regarding the offering, the issuance of the debentures and the amount and use of proceeds. Such statements are based on management's belief as well as assumptions made by and information currently available to management, and such statements are inherently subject to a variety of risks and uncertainties. Although Quanta's management believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. These risk factors include, among others, risks of a continued economic downturn that could lead to less demand for Quanta's services, Quanta's inability to access sufficient funding in the future to finance desired growth, possible variations in Quanta's operating results, Quanta's dependence on fixed price contracts, possible adverse effects on Quanta's results of operations due to goodwill impairments, possible contract cancellations, the potential for rapid technological and structural changes in the industries Quanta serves which could reduce the demand for Quanta's services, competition, inability or failure to obtain or maintain necessary performance bonds, failure to generate internal growth, limitations of Quanta's corporate management infrastructure, departure of key personnel, risks related to Quanta's unionized workforce, the inability to attract and retain qualified employees, self-insurance, potential environmental liabilities, the ability of Quanta to effectively integrate the operations of acquired companies, potential conflicts of interest resulting from First Reserve's investment in Quanta, limitations on the ability to seek remedies against Arthur Andersen LLP, Quanta's former auditor, and provisions in Quanta's corporate governing documents making an acquisition of Quanta more difficult, as well as other general risks related to the industries in which Quanta operates. Should one or more of these risks materialize, or should underlying assumptions prove incorrect, actual results may differ materially from those expected. Investors are urged to refer to Quanta's reports filed with the Securities and Exchange Commission, which contain a discussion of the risk factors that could impact these areas and Quanta's overall business and financial performance. Given these concerns, investors and analysts should not place undue reliance on forward-looking statements.

# # #