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**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**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): July 23, 2004

**QUANTA SERVICES, INC.**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-13831  
(Commission File No.)

74-2851603  
(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)

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## **TABLE OF CONTENTS**

[Item 7. Financial Statements and Exhibits.](#)

[Item 12. Results of Operations and Financial Condition.](#)

[SIGNATURE](#)

[Exhibit Index](#)

[Press Release dated July 23, 2004](#)

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**Item 7. Financial Statements and Exhibits.**

The following exhibits are furnished as part of this Current Report on Form 8-K, pursuant to Item 12:

<u>Exhibit No.</u>	<u>Exhibit</u>
99.1	Press Release of Quanta Services, Inc. dated July 23, 2004

**Item 12. Results of Operations and Financial Condition.**

On July 23, 2004, Quanta issued a press release announcing its revised earnings per share estimate for the second quarter ended June 30, 2004. A copy of the press release is furnished herewith as an exhibit.

The information furnished in this Current Report on Form 8-K, including the exhibit, shall not be deemed “filed” with the SEC and will not be incorporated by reference into any registration statement filed under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated by reference.

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.

Dated: July 23, 2004

QUANTA SERVICES, INC.

By: /s/ DERRICK A. JENSEN

Name: Derrick A. Jensen

Title: Vice President, Controller and Chief Accounting Officer

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Exhibit Index

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99.1	Press Release of Quanta Services, Inc. dated July 23, 2004



**PRESS RELEASE**

**04-09  
FOR IMMEDIATE RELEASE**

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**Quanta Services Revises Second Quarter Estimate**

**HOUSTON — July 23, 2004** — Quanta Services, Inc. (NYSE: PWR) today announced that after initial review of operating results, it has revised its earnings per share estimate for the second quarter ended June 30, 2004.

Second quarter revenues are expected to be approximately \$390 million, within the prior guidance range of \$380 million to \$410 million. Second quarter per share results are now expected to range between a loss of \$0.03 to \$0.04 per share, down from prior guidance of earnings that ranged between \$0.02 to \$0.05 per share. Actual second quarter results will be released on August 6, 2004.

John Colson, chairman and chief executive officer of Quanta Services, stated, “While our second quarter revenues were in line with our previous expectations, our pretax income is expected to be approximately breakeven. Although gross profit margins improved over 50% compared to our first quarter of 2004, they did not improve as much as anticipated primarily due to the continued suppressed state of the electric utility industry. We are in compliance with our amended credit facility and continue to expect improved performance during the remainder of the year.”

The anticipated loss for the second quarter of 2004 includes tax expense of approximately \$3 to \$4 million due to a change in the expected effective tax rate for the six months ended June 30, 2004.

The Quanta management team will hold a conference call Monday, July 26, 2004 at 9:00 a.m. eastern time to discuss the revised second quarter estimate. To participate in the call, dial (303) 262-2075 approximately ten minutes before the call begins and request the Quanta Services conference call. A replay of the call will be available approximately two hours after the live broadcast ends and will be accessible for one week. To access the replay, dial (303) 590-3000 using a pass code of 11004284.

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Investors, analysts and the general public will also have the opportunity to listen to the conference call over the Internet by visiting <http://www.quantaservices.com>. To listen to the live call on the web, please visit the company's web site at least fifteen minutes before the call begins to register, download and install any necessary audio software. For those who cannot listen to the live web cast, an archive will be available shortly after the call.

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

This press release contains various forward-looking statements and information, including management's expectations of its revenues and loss per share estimate for the second quarter of 2004. Although the Company 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. Such statements are subject to certain risks, uncertainties and assumptions including, among other matters, future growth in the electric utility and telecommunications outsourcing industry, and the ability of Quanta to complete acquisitions and to effectively integrate the operations of acquired companies, as well as 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 vary materially from those expected. For a discussion of the risks, investors are urged to refer to the Company's reports filed under the Securities Exchange Act of 1934.

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