

SHAW COMMUNICATIONS INC

Form 6-K

November 14, 2005

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
FORM 6-K  
REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934  
For the month of November, 2005  
Commission File Number 001-14684  
Shaw Communications Inc.**

(Translation of registrant's name into English)

**Suite 900, 630 3<sup>rd</sup> Avenue S.W., Calgary, Alberta T2P 4L4 (403) 750-4500**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  
Form 20-F  Form 40-F .

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.  
Yes  No .

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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**INCORPORATION BY REFERENCE**

This Report on Form 6-K and the exhibits hereto are incorporated by reference as exhibits to Shaw Communications Registration Statement on Form F-10 which was originally filed with the Securities and Exchange Commission on November 2, 2005 (File No. 333-129405).

**EXHIBITS**

<b>Exhibit</b>	<b>Description</b>
99.1	Form of Second Supplemental Trust Indenture between Shaw Communications Inc. and Computershare Trust Company of Canada.
99.2	Underwriting Agreement, dated as of November 9, 2005, between Shaw Communications Inc. and TD Securities Inc., RBC Dominion Securities Inc., CIBC World Markets Inc., Merrill Lynch Canada Inc., National Bank Financial Inc. and Scotia Capital Inc.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant, Shaw Communications Inc., has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: November 14, 2005

Shaw Communications Inc.

By: /s/ Steve Wilson

Steve Wilson

Sr. V.P., Chief Financial Officer

Shaw Communications Inc.