

RELIANT RESOURCES INC
 Form 424B3
 January 09, 2004

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PROSPECTUS SUPPLEMENT NO. 1
 RELIANT RESOURCES, INC.

\$275,000,000
 5.00% CONVERTIBLE SENIOR SUBORDINATED NOTES DUE 2010
 AND SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF THE NOTES

This prospectus supplement supplements the prospectus, dated December 11, 2003, of Reliant Resources, Inc., relating to the sale by certain of our securityholders (including their pledgees, donees, assignees, transferees, successors and others who later hold any of the securityholders' interests) of up to \$275,000,000 aggregate principal amount at maturity of notes and the shares of common stock issuable upon conversion of the notes. You should read this prospectus supplement in conjunction with the prospectus, and this prospectus supplement is qualified by reference to the prospectus, except to the extent that the information in this prospectus supplement supersedes the information contained in the prospectus.

The table of selling securityholders contained in the prospectus is hereby modified to add as follows.

Name	Aggregate Principal Amount at Maturity of the Notes that may be Sold	Percentage of Notes Outstanding	Number of Shares of Common Stock that may be Sold(1)
Vanguard Convertible Securities Fund, Inc.....	\$15,370,000	5.59%	1,610,942
Goldman Sachs & Co.....	\$ 2,584,000	*	270,831
Argent LowLev Convertible Arbitrage Fund LLC.....	\$ 2,307,000	*	241,799
Geode U. S. Convertible Arbitrage Fund, a series of Geode Investors, LLC.....	\$ 2,000,000	*	209,622
Delta Air Lines Master Trust - CV.....	\$ 1,535,000	*	160,885
Lyxor Master Fund Ref: Argent/LowLev CB c/o Argent.....	\$ 1,300,000	*	136,254
Class C Trading Company, Ltd.....	\$ 900,000	*	94,330
Delta Pilots Disability & Survivorship Trust - CV.....	\$ 745,000	*	78,084

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UnumProvident Corporation.....\$ 570,000 * 59,742

Name -----	Aggregate Principal Amount at Maturity of the Notes that may be Sold -----	Percentage of Notes Outstanding -----	Number of Shares of Common Stock that may be Sold(1) -----
OCM High Income Convertible Limited Partnership.....	\$485,000	*	50,833
OCM High Income Convertible Fund II Limited Partnership.....	\$400,000	*	41,924
Travelers Indemnity Company - Commercial Lines.....	\$460,000	*	48,213
Xavex Convertible Arbitrage 2 Fund.....	\$800,000	*	83,849
Argent Silver Convertible Arbitrage Fund II, LDC.....	\$800,000	*	83,849
Microsoft Corporation - HI.....	\$695,000	*	72,844
Argent Classic Convertible Arbitrage Fund II , L.P.....	\$600,000	*	62,886
General Motors Employees Global Group Pension Trust.....	\$585,000	*	61,314
RenaissanceRe Holdings Ltd.....	\$570,000	*	59,742
Xavex Convertible Arbitrage 10 Fund.....	\$600,000	*	62,886
Hambuerger Pensionskasse von 1905 VvaG.....	\$280,000	*	29,347
Travelers Indemnity Company - Personal Lines.....	\$310,000	*	32,491
Richard King Mellon Foundation.....	\$210,000	*	22,010
ACE Tempest Reinsurance Ltd....	\$190,000	*	19,914
Tripair Partnership.....	\$190,000	*	19,914
Delta Air Lines Master Trust - HI.....	\$155,000	*	16,246
San Diego County Employee's Retirement Association.....	\$145,000	*	15,198

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HFR CA Global Select Master Trust Account.....	\$100,000	*	10,481
Tredia Performance Fund Limited.....	\$100,000	*	10,481
General Motors Foundation, Inc.....	\$ 95,000	*	9,957

* Less than one percent (1%).

- (1) Assumes conversion of all of the holder's notes at a conversion rate of 104.8108 shares of common stock per \$1,000 principal amount at maturity of the notes. This conversion rate is subject to adjustment, however, as described under "Description of the Notes - Conversion of the Notes." As a result, the number of shares of common stock issuable upon conversion of the notes may increase or decrease in the future.
- (2) Calculated based on Rule 13d-3(d)(i) of the Exchange Act, using common stock outstanding as of December 5, 2003. In calculating this amount for each holder, we treated as outstanding the number of shares of common stock issuable upon conversion of all that holder's notes, but we did not assume conversion of any other holder's notes.

Investing in the notes or shares of common stock involves risks that are described in the "Risk Factors" section beginning on page 14 of the prospectus.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS SUPPLEMENT IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this prospectus supplement is January 9, 2004.