

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): April 24, 2001  
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USEC Inc.  
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(Exact name of registrant as specified in its charter)

Delaware

001-14287

52-2107911

-----  
(State or other  
jurisdiction of  
incorporation)

-----  
(Commission  
File Number)

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(IRS Employer  
Identification No.)

2 Democracy Center  
6903 Rockledge Dr.  
Bethesda, MD

20817

-----  
(Address of principal executive offices)

(Zip Code)

Registrant's telephone number including area code: (301) 564-3200  
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Not Applicable

(Former name or former address, if changed since last report)

Item 5. Other Events.  
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On April 24, 2001, the Board of Directors of USEC Inc., a Delaware corporation, declared a dividend distribution of one Right for each outstanding share of Company Common Stock to stockholders of record at the close of business on May 9, 2001. Each Right entitles the holder to acquire securities from USEC under certain circumstances. A description and the terms of the Rights are set forth in the Company's Registration Statement on Form 8-A filed with the SEC today. The Rights Agreement, dated as of April 24, 2001, between the Company and Fleet National Bank, as Rights Agent, is filed as Exhibit 1 to the Form 8-A.

Item 7. Financial Statements and Exhibits.  
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(c) Exhibits.

Exhibit No.

Exhibit  
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4

Rights Agreement, dated as of April 24, 2001 between USEC Inc. and Fleet National Bank, as Rights Agent, which includes as Exhibit B thereto, the Form of Rights

Certificates (incorporated by reference to Exhibit 1 to the Company's Registration Statement on Form 8-A filed April 24, 2001).

SIGNATURES

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.

USEC Inc.

By: /s/ Henry Z Shelton, Jr.

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Name: Henry Z Shelton, Jr.  
Title: Senior Vice President and  
Chief Financial Officer

Date: April 24, 2001

INDEX TO EXHIBITS

Exhibit No. -----	Exhibit -----	Page -----
4	Rights Agreement, dated as of April 24, 2001, between USEC Inc. and Fleet National Bank, as Rights Agent, which includes as Exhibit B thereto, the Form of Rights Certificates (incorporated by reference to Exhibit 1 to the Company's Registration Statement on Form 8-A filed April 24, 2001).	