

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2(b)

(AMENDMENT NO. ___)(1)

PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE
(Title of Class of Securities)

741929 103
(CUSIP Number)

JUNE 9, 1998
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which would
alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not
be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 or otherwise subject to the liabilities of that section of the Act
but shall be subject to all other provisions of the Act (however, SEE the
NOTES).

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Warburg, Pincus Investors, L.P.
I.D. No. 13-3549187

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER 0 ----- 6. SHARED VOTING POWER 3,875,689 ----- 7. SOLE DISPOSITIVE POWER 0 ----- 8. SHARED DISPOSITIVE POWER 3,875,689
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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,875,689

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN
SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.8%

12. TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Warburg, Pincus & Co.
I.D. No. 13-6358475

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF	5. SOLE VOTING POWER
SHARES	0
BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	3,875,689
EACH	7. SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	8. SHARED DISPOSITIVE POWER
	3,875,689

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,875,689

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN
SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.8%

12. TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

E.M. Warburg, Pincus & Co., LLC
I.D. No. 13-3536050

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF	5. SOLE VOTING POWER
SHARES	0
BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	3,875,689
EACH	7. SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	8. SHARED DISPOSITIVE POWER
	3,875,689

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,875,689

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN
SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.8%

12. TYPE OF REPORTING PERSON*

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*SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1(a). NAME OF ISSUER.

Primus Telecommunications Group, Incorporated, a Delaware corporation (the "Issuer").

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES.

1700 Old Meadow Road
Suite 300
McLean, Virginia 22102

ITEMS 2(a)

AND 2(b). NAME OF PERSON FILING; ADDRESS OF PRINCIPAL BUSINESS OFFICE.

This statement is filed by and on behalf of (a) Warburg, Pincus Investors, L.P., a Delaware limited partnership ("WPI"); (b) Warburg, Pincus & Co., a New York general partnership ("WP"); and (c) E.M. Warburg, Pincus & Co., LLC, a New York limited liability company ("EMW LLC"), which manages WPI. WP, the sole general partner of WPI, has a 20% interest in the profits of WPI, as the general partner. Lionel I. Pincus is the managing partner of WP, the Chairman of the Board, Chief Executive Officer and the managing member of EMW LLC and may be deemed to control both WP and EMW LLC. The members of EMW LLC are substantially the same as the partners of WP. The business address of each of the foregoing is 466 Lexington Avenue, New York, New York 10017.

ITEM 2(c). CITIZENSHIP.

Not Applicable.

ITEM 2(d). TITLE OF CLASS OF SECURITIES.

This statement relates to shares of the Issuer's common stock, par value \$0.01 per share (the "Common Stock").

ITEM 2(e). CUSIP NUMBER.

741929 103

ITEM 3. Not Applicable.

ITEM 4. OWNERSHIP.

(a) Amount Beneficially Owned:

3,875,689 shares of Common Stock, as of December 31, 1998.

(b) Percent of Class:

13.8% (based on the number of shares of Common Stock reported to be outstanding in the Issuer's Form 10-Q for the fiscal quarter ended September 30, 1998).

- (c) (i) 0
(ii) 3,875,689
(iii) 0
(iv) 3,875,689

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not Applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not Applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not Applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not Applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not Applicable.

ITEM 10. CERTIFICATIONS.

Not Applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief,
I certify that the information set forth in this statement is true, complete and
correct.

Dated: February 9, 1999

WARBURG, PINCUS INVESTORS, L.P.
By: Warburg, Pincus & Co., General Partner

By:/s/ Stephen Distler

Stephen Distler, Partner

Dated: February 9, 1999

WARBURG, PINCUS & CO.

By:/s/ Stephen Distler

Stephen Distler, Partner

Dated: February 9, 1999

E.M. WARBURG, PINCUS & CO., LLC

By:/s/ Stephen Distler

Stephen Distler, Member

SCHEDULES

Schedule I Joint Filing Agreement, dated February 9, 1999, among
the signatories of this Schedule 13G.

JOINT FILING AGREEMENT
PURSUANT TO RULE 13d-1(k)(1)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that it knows or has reason to believe that such information is inaccurate. This Agreement may be executed in any number of counterparts and all of such counterparts taken together shall constitute one and the same instrument.

Dated: February 9, 1999

WARBURG, PINCUS INVESTORS, L.P.
By: Warburg, Pincus & Co., General

Partner

By:/s/ Stephen Distler

Stephen Distler, Partner

WARBURG, PINCUS & CO.

By:/s/ Stephen Distler

Stephen Distler, Partner

E.M. WARBURG, PINCUS & CO., LLC

By:/s/ Stephen Distler

Stephen Distler, Member