

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>KLOSTER THOMAS R</u>  (Last) (First) (Middle) <u>7901 JONES BRANCH DRIVE</u> <u>SUITE 900</u>  (Street) <u>MCLEAN VA 22102</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>PRIMUS TELECOMMUNICATIONS GROUP INC [ PRTL ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>07/01/2009</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/01/2009	07/01/2009 <sup>(1)</sup>	D <sup>(1)</sup>		9,950 <sup>(2)</sup>	D	\$0	0	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$6.3	07/01/2009	07/01/2009	D <sup>(1)</sup>			50,000	(3)	08/05/2013	Common Stock 50,000	(4)	0	D	
Employee Stock Option (right to buy)	\$6.12	07/01/2009	07/01/2009	D <sup>(1)</sup>			60,000	(5)	06/07/2014	Common Stock 60,000	(4)	0	D	
Employee Stock Option (right to buy)	\$3.17	07/01/2009	07/01/2009	D <sup>(1)</sup>			60,000	(6)	12/09/2014	Common Stock 60,000	(4)	0	D	
Employee Stock Option (right to buy)	\$0.77	07/01/2009	07/01/2009	D <sup>(1)</sup>			150,000	(7)	02/02/2016	Common Stock 150,000	(4)	0	D	
Employee Stock Option (right to buy)	\$0.36	07/01/2009	07/01/2009	D <sup>(1)</sup>			150,000	(8)	03/03/2018	Common Stock 150,000	(4)	0	D	

**Explanation of Responses:**

- On March 16, Primus Telecommunications Group, Inc. and three of its subsidiaries each filed a Chapter 11 case. The Plan of Reorganization was approved by the Bankruptcy Court on June 12, 2009 and became effective on July 1, 2009, whereupon all previously outstanding equities were automatically cancelled.
- Mr. Kloster acquired common stock through open market purchase.
- The option vested in three equal installments on August 5, 2004, August 5, 2005, and December 21, 2005.
- No consideration.
- 1/3 of options vested on June 7, 2005 and 2/3 of options vested on December 21, 2005.
- 1/3 of options vested on December 9, 2005 and 2/3 of options vested on December 21, 2005.
- The option vested in six equal semi-annual installment beginning on August 2, 2006.
- The option vests in six equal semi-annual installment beginning on September 3, 2008.

Thomas R. Kloster

07/01/2009

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.