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Filed Pursuant to Rule 424(b)(3) and (c)
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    File Number 333-39096
    PROSPECTUS SUPPLEMENT NO. 1 DATED OCTOBER 4, 2000
to Prospectus Dated July 13, 2000
PRIMUS TELECOMMUNICATIONS GROUP, INCORPORATED
\$300, 000, 000
5 3/4\% Convertible Subordinated Debentures
due February 15, 2007
and
6,025,149 Shares of Common Stock
Issuable Upon Conversion of the Notes

This prospectus supplement supplements the prospectus dated July 13, 2000 of Primus Telecommunications Group, Incorporated relating to the public offering and sale by selling security holders described below. This prospectus supplement contains information on ownership of principal amount of notes beneficially owned and offered and shares of our common stock issuable upon conversion of the notes. This prospectus supplement should be read in conjunction with the prospectus, and this prospectus supplement is qualified by reference to the prospectus, except to the extent that the information provided by this prospectus supplement supersedes the information contained in the prospectus.

## SELLING SECURITY HOLDERS

The table on pages $64,65,66,67,68$ and 69 of the prospectus setting forth information concerning the selling security holders is amended by the addition of the following information to that table:

SELLING SECURITY HOLDER

## PRINCIPAL AMOUNT OF

 NOTES BENEFICIALLY OWNED AND OFFERED (1)COMMON STOCK
ISSUABLE UPON CONVERSION OF THE NOTES (1)

Alta Partners
\$2,000, 000
40,167.66
Holdings, LDC
Bear, Stearns \& Co.
Inc.

## AXP Bond Fund, Inc.

AXP Variable Portfolio Bond Fund

AXP Variable \$1,555, 000 31,230. 36 Portfolio Managed Fund

BNP Arbitrage SNC
CIBC World Markets
JMG Capital Partners LP

JMG Triton Offshore Fund, Ltd.
J.P. Morgan
\$6, 800, 000
136,570.04
\$3,595, 000
72,201.37
\$9,550, 000
191, 800.57

Securities, Inc.
Lydian Overseas
$\$ 1,500,000$
30,125.74
Partners Master Fund
Morgan Stanley \& Co.
\$6, 000, 000
\$9,500, 000
120,502.97
New York Life 190,796. 38
Insurance Company
New York Life
\$1,000, 000
20, 083.83
(1) Amounts indicated may be in excess of the total amount registered due to sales or transfers exempt from the registration requirements of the Securities Act since the date upon which the selling holders provided to us in the information regarding their notes.
(2) Amounts listed are in addition to the principal amount of notes beneficially owned and offered by the selling holder already included in the prospectus.

Information concerning the selling holders may change from time to time and any changed information will be set forth in supplements to this prospectus if and when necessary. In addition, the conversion rate and therefore, the number of shares of common stock issuable upon conversion of the notes, is subject to adjustment under certain circumstances. Accordingly, the aggregate principal amount of notes and the number of shares of common stock into which the notes are convertible may increase or decrease.

