

Edgar Filing: MACDERMID INC - Form 10-K

MACDERMID INC
Form 10-K
March 16, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
FORM 10-K

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2004

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 1-13889

MacDermid, Incorporated

(Exact name of registrant as specified in its charter)

Connecticut

06-0435750

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

1401 Blake Street, Denver, Colorado

80202

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (720) 479-3060

Securities registered pursuant to section 12(b) of the Act:

Title of each class: Name of each exchange on which registered:

Common Stock without Par Value New York Stock Exchange
9.125% Senior Subordinated Notes due 2011 New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by section 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No
--- ---

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Yes X No
--- ---

Edgar Filing: MACDERMID INC - Form 10-K

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act).

Yes X No

--- ---

The aggregate market value of voting common stock held by non-affiliates of the registrant at the close of business on June 30, 2004, was \$1,025,578,059 based upon the last sales price reported for such date on the New York Stock Exchange. The number of shares of the Registrant's Common Stock outstanding as of March 1, 2005, was 30,313,697 shares.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Corporation's 2004 Annual Report to Shareholders are incorporated herein by reference into Parts I and II hereof and filed as Exhibit 13 to this Report. The definitive proxy statement to be filed and mailed to the Corporation's stockholders on or before 30 days prior to the Corporation's annual meeting scheduled for May 12, 2005, is incorporated herein by reference into Part III hereof.

MACDERMID, INCORPORATED
INDEX

PART I

- Item 1: Business
- Item 2: Properties
- Item 3: Legal Proceedings
- Item 4: Submission of Matters to a Vote of Security Holders

PART II

- Item 5: Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities
- Item 6: Selected Financial Data
- Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operation
- Item 7A: Quantitative and Qualitative Disclosures about Market Risk
- Item 8: Financial Statements and Supplementary Data
- Item 9: Changes in and Disagreements with Accountants on Accounting and Financial Disclosure
- Item 9A: Controls and Procedures
- Item 9B: Other Information

PART III

- Item 10: Directors and Executive Officers of the Registrant
- Item 11: Executive Compensation
- Item 12: Security Ownership of Certain Beneficial Owners and Management
- Item 13: Certain Relationships and Related Transactions
- Item 14: Principal Accountant Fees and Services

PART IV

- Item 15: Exhibits, Financial Statement Schedules

Signatures