

TENNECO AUTOMOTIVE INC

Form 8-K

April 16, 2004

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**UNITED STATES
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 16, 2004

TENNECO AUTOMOTIVE INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

1-12387
(Commission File Number)

76-0515284
(I.R.S. Employer of Incorporation
Identification No.)

500 NORTH FIELD DRIVE, LAKE FOREST,
ILLINOIS
(Address of Principal Executive Offices)

60045
(Zip Code)

Registrant's telephone number, including area code: (847) 482-5000

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ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On April 16, 2004, Tenneco Automotive Inc. announced its filing of a Registration Statement on Form S-3 relating to a proposed offering of common stock, which was contained in a press release, a copy of which is filed under Item 7 as Exhibit 99.1 and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

| Exhibit No. | Description |
|--------------------|--------------------------------------|
| 99.1 | Press release issued April 16, 2004. |

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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.

Date: April 16, 2004

TENNECO AUTOMOTIVE INC.

By: /s/ Kenneth R. Trammell

Kenneth R. Trammell
Senior Vice President and
Chief Financial Officer