

MILLENNIUM CHEMICALS INC  
Form 8-K  
November 09, 2004

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: November 9, 2004

Date of Earliest Event Reported: November 9, 2004

MILLENNIUM CHEMICALS INC.  
(Exact name of registrant as specified in its charter)

Delaware		22-3436215
(State or other jurisdiction		(I.R.S. Employer
of incorporation or	1-12091	Identification
organization)	(Commission File Number)	Number)

20 Wight Avenue, Suite 100  
Hunt Valley, Maryland 21030  
(Address of principal executive offices)

Registrant's telephone number, including area code: (410) 229-4400

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operation and Financial Condition.

This press release reporting third quarter operating results and outlook is being furnished pursuant to Items 2.02 and 9.01.

This information furnished under Item 2.02 is not "filed" pursuant to the Securities Exchange Act of 1934 and is not incorporated by reference into any registration statements under the Securities Act of 1933.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

Exhibit -----	Description -----
99.1	Press Release issued November 9, 2004 reporting third quarter operating results and outlook.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf of the undersigned hereunto duly authorized.

Dated: November 9, 2004

MILLENNIUM CHEMICALS INC.

By: /s/ C. William Carmean

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C. William Carmean  
Senior Vice President, General Counsel &  
Secretary

EXHIBIT INDEX

Exhibit -----	Description -----
99.1	Press release reporting third quarter operating results issued November 9, 2004

STATEMENT OF DIFFERENCES

Characters normally expressed as subscript shall be preceded by.....[u]