OCTEL CORP Form 8-K September 03, 2004

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 (d	ate of earliest event reported): August	31, 2004
O	CTEL CORP.	
(Exact name of registrant as specified in its charter)		
Delaware (State or other jurisdictions	1-13879 Commission File Number	98-0181725 (I.R.S. employer
of Incorporation) Octel Corp., Global House, Bailey Lane,		identification number)
Manchester, UK (Address of principal executive offices)		M90 4AA (zip code)

Registrant s telephone number, including area code: 011 - 44 -161- 498 - 8889

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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))

Item 8.01 Other Events

On August 31, 2004 the Company entered into an Amendment Agreement relating to a Facilities Agreement, dated 29 October 2001 (as amended) with Barclays Bank plc, Lloyds TSB Bank plc, The Governor and Company of The Bank of Scotland, and certain other parties. The revolving credit facility commitment has been increased from \$50 million to \$110 million. The term loan commitment remains at \$100 million. The commitment was increased to permit the Company to make certain strategic acquisitions.

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SIGNATURE

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.

OCTEL CORP.

By: /s/ Paul W. Jennings

Name: Paul W. Jennings

Title: Executive Vice President and Chief Financial

Officer

Date: September 3, 2004