

OCTEL CORP
Form 8-K
August 27, 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 (date of earliest event reported): August 26, 2004

OCTEL CORP.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdictions

of Incorporation)

1-13879
Commission

File Number

98-0181725
(I.R.S. employer

identification number)

Octel Corp., Global House, Bailey Lane,

Manchester, UK
(Address of principal executive offices)

M90 4AA
(zip code)

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

Item 8.01 Other Events

On August 26, 2004, Octel Corp. acquired Aroma & Fine Chemicals Limited, a specialty chemicals company, for an aggregate consideration of £21 million.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits:

- 99.1 Press Release, dated August 26, 2004, announcing the completion of the acquisition of Aroma & Fine Chemicals Limited.

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: August 26, 2004

EXHIBIT INDEX

| Exhibit | Description |
|----------------|-----------------------------------------------------------------------------------------------------------------------|
| 99.1 | Press Release, dated August 26, 2004, announcing the completion of the acquisition of Aroma & Fine Chemicals Limited. |