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TENNECO AUTOMOTIVE INC
Form 8-K
May 03, 2004

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 30, 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

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On April 30, 2004, Tenneco Automotive Inc. announced that it has commenced a cash tender offer and consent solicitation for its \$500,000,000 aggregate principal amount of 11-5/8% Senior Subordinated Notes due 2009. The

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announcement was contained in a press release, a copy of which is filed under Item 7 as Exhibit 99.1 and incorporated herein

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit No. -----	Description -----
99.1	Press release issued April 30, 2004.

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.

TENNECO AUTOMOTIVE INC.

Date: May 3, 2004

By: /s/ Kenneth R. Trammell

Kenneth R. Trammell
Senior Vice President and
Chief Financial Officer