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TENNECO INC  
Form 8-K  
November 02, 2007

UNITED STATES

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

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Date of Report (Date of earliest event reported): November 1, 2007

TENNECO INC.  
(Exact Name of Registrant as Specified in Charter)

|   |  |   |
|---|--|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation or organization) | 1-12387<br>(Commission<br>File Number) | 76-0515284<br>(I.R.S. Employer<br>Identification No.) |
|---|--|---|

|  |                     |
|--|---------------------|
| 500 NORTH FIELD DRIVE, LAKE FOREST, ILLINOIS<br>(Address of Principal Executive Offices) | 60045<br>(Zip Code) |
|--|---------------------|

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

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:

- 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 November 1, 2007, Tenneco Inc. announced the pricing of a private

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offering of \$250,000,000 senior notes which was contained in a press release, a copy of which is filed under Item 9.01 as Exhibit 99.1 and incorporated herein.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

| Exhibit No.<br>----- | Description<br>-----                   |
|----------------------|--|
| 99.1                 | Press release issued November 1, 2007. |

### 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 INC.

Date: November 2, 2007

By: /s/ David A. Wardell  
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David A. Wardell  
Senior Vice President,  
General Counsel and Secretary