

NEWMARKET CORP
Form 8-K
November 22, 2006

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) November 22, 2006 (November 21, 2006)

NEWMARKET CORPORATION

(Exact name of Registrant as specified in charter)

Virginia
(State or other jurisdiction

1-32190
(Commission file number)

20-0812170
(IRS employer

of incorporation)

identification no.)

330 South Fourth Street, Richmond, Virginia
(Address of principal executive offices)

23119
(Zip code)

Registrant's telephone number, including area code (804) 788-5000

Not applicable

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

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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))
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Section 8 Other Events

Item 8.01. Other Events.

On November 21, 2006, NewMarket Corporation (the Company) issued a press release attached as Exhibit 99.1 hereto, which is incorporated herein by reference, reporting the commencement by the Company of a tender offer to purchase for cash any and all of its outstanding \$150 million aggregate principal amount of 8^{7/8}% Senior Notes due 2010 (the Notes). The Company is also soliciting consents of at least a majority in aggregate principal amount of the outstanding Notes to certain proposed amendments to the indenture governing the Notes. The proposed amendments would eliminate substantially all of the restrictive covenants in the indenture and certain events of default.

Section 9 Financial Statements and Exhibits

Item 9.01. Financial Statement and Exhibits.

(c) *Exhibits.*

99.1 Press Release issued by the Company on November 21, 2006.

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.

Date: November 22, 2006

NEWMARKET CORPORATION

By: /s/ David A. Fiorenza
David A. Fiorenza
Vice President & Treasurer

Exhibit Index

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Press release issued by the Company on November 21, 2006. |