

OCTEL CORP  
Form 8-K  
March 31, 2005

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# SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

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## FORM 8-K

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### CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): March 31, 2005

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## 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

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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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**Item 8.01 Other Events**

The press release dated March 31, 2005, announced the completion of a special investigation by members of Octel Corp. s Audit Committee and Corporate Governance and Nominating Committee. The press release is furnished as Exhibit 99.1 to this report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits:

- 99.1 Press Release, dated March 31, 2005, announcing the completion of a special investigation by members of Octel Corp. s Audit Committee and Corporate Governance and Nominating Committee.



**EXHIBIT INDEX**

**Exhibit  
Number**

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99.1 Press Release, dated March 31, 2005, announcing the completion of a special investigation by members of Octel Corp.'s Audit Committee and Corporate Governance and Nominating Committee.