

Edgar Filing: PREMCOR INC - Form 8-K

PREMCOR INC
Form 8-K
February 13, 2003

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): January 28, 2003

| Commission File Number | Exact Name of Registrant as Specified in its Charter, Principal Office Address and Telephone Number | State of Incorporation | I.R.S. Identi |
|---------------------------|---|---------------------------|------------------|
| 1-16827 | Premcor Inc. 1700 East Putnam Avenue, Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500 | Delaware | 43 |
| 1-13514 | Premcor USA Inc. 1700 East Putnam Avenue, Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500 | Delaware | 43 |
| 1-11392 | The Premcor Refining Group Inc. 1700 East Putnam Avenue, Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500 | Delaware | 43 |

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Item 5. Other Events

On January 28, 2003, Premcor Inc. announced that its wholly owned subsidiary, The Premcor Refining Group Inc., had priced an offering of an aggregate \$525 million in senior notes at par. A copy of Premcor Inc.'s press release making such announcement is attached hereto as Exhibit 99.1.

On January 30, 2003, Premcor Inc. announced that it completed its public

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offering of 12,500,000 shares of common stock at \$20.00 per share and concurrently completed a private placement of 2,860,400 shares of common stock at \$19.20 per share, which reflected the public offering price less underwriting commissions. A copy of Premcor Inc.'s press release making such announcement is attached hereto as Exhibit 99.2.

On February 11, 2003, Premcor Inc. announced that The Premcor Refining Group Inc. had completed its offering of \$525 million in senior notes and amended and restated its existing senior secured credit facility. A copy of Premcor Inc.'s press release making such announcement is attached hereto as Exhibit 99.3.

Premcor Inc. owns all of the outstanding common stock of Premcor USA Inc., and Premcor USA Inc. owns all of the outstanding common stock of The Premcor Refining Group Inc.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press release dated as of January 28, 2003 |
| 99.2 | Press release dated as of January 30, 2003 |
| 99.3 | Press release dated as of February 11, 2003 |

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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 thereunto duly authorized.

Premcor Inc.
Premcor USA Inc.
The Premcor Refining Group Inc.
(Co-Registrants)

/s/ Dennis R. Eichholz

Dennis R. Eichholz
Controller (principal
accounting officer and
duly authorized officer)

February 12, 2003

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Exhibit Index

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

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- 99.1 Press release dated as of January 28, 2003
- 99.2 Press release dated as of January 30, 2003
- 99.3 Press release dated as of February 11, 2003

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