MILLENNIUM CHEMICALS INC Form 8-K July 30, 2004

> 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: July 29, 2004 Date of Earliest Event Reported: July 29, 2004 MILLENNIUM CHEMICALS INC. (Exact name of registrant as specified in its charter)

Delaware1-1209122-3436215(State or other jurisdiction of<br/>incorporation or organization)(Commission File Number)(I.R.S. Employer Identificat<br/>Number)

20 Wight Avenue, Suite 100 Hunt Valley, Maryland 21030 (Address of principal executive offices)

Registrant's telephone number, including area code: (410) 229-4400

Item 9. Regulation FD Disclosure.

On July 29, 2004, Millennium Chemicals Inc. announced that it will restate its financial statements to correct accounting for deferred taxes relating to its investment in Equistar Chemicals, LP, Millennium's joint venture with Lyondell Chemical Company. Millennium's July 29, 2004 press release regarding the restatement of financial statements is being furnished with this Current Report on Form 8-K as Exhibit 99.1. The foregoing press release shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section.

Exhibit	Description					
99.1	Press	Release	issued	July	29,	2004

Item 12. Results of Operations and Financial Condition.

This press release is being furnished pursuant to Item 9 and Item 12.

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf of the undersigned hereunto duly authorized.

Dated: July 29, 2004

MILLENNIUM CHEMICALS INC. By: /s/ C. William Carmean \_\_\_\_\_

C. William Carmean Senior Vice President, General Counsel & Secretary

EXHIBIT INDEX

Exhibit	Description
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- ExhibitDescription------------99.1Press release issued July 29, 2004