

Edgar Filing: MACDERMID INC - Form 8-K

MACDERMID INC  
Form 8-K  
April 26, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549 - 1004

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) April 26, 2004

COMMISSION FILE NUMBER 0-2413

MacDermid, Incorporated

(Exact name of registrant as specified in its charter)

Connecticut

06-0435750

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

245 Freight Street, Waterbury, Connecticut

06702

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (203) 575-5700

None

Former name, former address and former fiscal year, if changed  
since last report.

Indicate by check mark whether the registrant (1) has filed all reports  
required to be filed by section 13 or 15(d) of the Securities and Exchange  
Act of 1934 during the preceding 12 months (or for such shorter period that  
the registrant was required to file such reports), and (2) has been subject  
to such filing requirements for the past 90 days.

Yes X No

ITEM 5: Other Events

MacDermid, Incorporated issued its press release on April 26, 2004.  
Refer to the Press Release dated April 26, 2004 attached as Exhibit 99 to  
this  
filing.

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 thereunto duly authorized.

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MacDermid, Incorporated  
(Registrant)

Date: April 26, 2004

/s/ John L. Cordani  
Corporate Secretary

Item 9. Regulation FD Disclosure (pursuant to Item 12)

In accordance with SEC Release No. 33-8216, the following information, intended to be furnished under "Item 12. Results of Operations and Financial Condition," is instead furnished under "Item 9. Regulation FD Disclosure".

On April 26th 2004, MacDermid Incorporated issued a press release announcing its financial results for the three months end March 31, 2004. The press release is attached as Exhibit 99.

This information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

"Gross Profit Before Special Charges", "Operating Profit Before Amortization and Special Charges", "EPS from Continuing Operations Before Special Charges and Stock Compensation", "EBITDA from Continuing Operations Before Special Charges" and "Owners Earnings" are not intended to represent Net Earnings (Loss) or Net Cash Flow From Operating Activities as defined by Generally Accepted Accounting Principles. These measurements should not be used as an alternative to Net Earnings or Net Cash Flow From Operating Activities as an indicator of operating performance and may not be comparable to similarly titled measures used by other entities. Management believes that these measurements portray a meaningful measure of past operating performance and believes these measurements play an important factor toward the growth of shareholder value over time.

The non-GAAP financial measures included in our press release have been reconciled to the comparable GAAP measures as required under SEC rules, and this reconciliation is furnished in the press release attached as Exhibit 99. The presentation of non-GAAP financial measures is not intended to be considered in isolation or as a substitute for GAAP financial results. We encourage investors to carefully review the GAAP financial information included in our Annual Report on 10-K, our Quarterly Reports on Form 10-Q, and our quarterly earnings releases.