

OM GROUP INC  
Form 8-K/A  
November 12, 2004

Table of Contents

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): October 27, 2004

**OM GROUP, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation)

001-12515  
(Commission File Number)

52-1736882  
(I.R.S. Employer Identification Number)

127 Public Square  
1500 Key Tower  
Cleveland, Ohio 44114-1221  
(Address of principal executive offices)  
(Zip code)

(216) 781-0083  
(Registrant's telephone number, including area code)

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**TABLE OF CONTENTS**

ITEM 2.02 DISCLOSURE OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

SIGNATURE

EXHIBIT INDEX

Exhibit 99.1 Press Release Dated October 27, 2004

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**Table of Contents**

ITEM 2.02 DISCLOSURE OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 27, 2004, OM Group, Inc. issued a press release announcing unaudited financial information for the three months and nine months ended September 30, 2004, and comments on its restatement process, an SEC inquiry and the class action lawsuit. A copy of the press release is attached hereto as Exhibit 99.1.

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**Table of Contents**

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.

OM Group, Inc. \_\_\_\_\_

(Registrant)

Date: October 27, 2004 /s/ R. Louis Schneeberger  
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Name: R. Louis Schneeberger  
Title: Chief Financial Officer

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**Table of Contents**

EXHIBIT INDEX

99.1 Press Release of OM Group, Inc. dated October 27, 2004