

METHANEX CORP  
Form 6-K  
May 12, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

FOR THE MONTH OF MAY 2006

METHANEX CORPORATION

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*(Registrant's name)*

SUITE 1800, 200 BURRARD STREET, VANCOUVER, BC V6C 3M1 CANADA

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*(Address of principal executive offices)*

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
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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 by the undersigned, thereunto duly authorized.

**METHANEX CORPORATION**

Date: May 12, 2006

By: /s/ RANDY MILNER  
Name: Randy Milner  
Title: Senior Vice President, General  
Counsel & Corporate Secretary

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**METHANEX CORPORATION  
MATERIAL CHANGE REPORT  
FORM 51-102F3**

1. NAME AND ADDRESS OF COMPANY

Methanex Corporation ( Methanex )  
1800 Waterfront Centre  
200 Burrard Street  
Vancouver, British Columbia V6C 3M1

2. DATE OF MATERIAL CHANGE

May 9, 2006

3. NEWS RELEASE

The press release announcing this material change was issued on May 9, 2006 in Canada and the United States.

4. SUMMARY OF MATERIAL CHANGE

Methanex Corporation announced on May 9, 2006 that its Board of Directors had approved a normal course issuer bid under which the Company could repurchase up to 5% of the total common shares issued and outstanding.

5. FULL DESCRIPTION OF MATERIAL CHANGE

Methanex Corporation announced that its Board of Directors had approved a normal course issuer bid under which it may repurchase up to 5,495,763 common shares of the Company representing not more than 5% of the total shares issued and outstanding. On the day prior to the announcement, there were 109,915,267 Methanex common shares issued and outstanding.

The normal course issuer bid repurchase program was filed and accepted by the Toronto Stock Exchange (TSX) on May 9, 2006. The program will be carried out through the facilities of the TSX. Purchases under the program may commence on May 17, 2006 and will terminate on the earlier of May 16, 2007 and the date upon which the Company has acquired the maximum number of common shares permitted under the purchase program or otherwise decided not to make further purchases. Purchases will be made from time to time at the then current market price of the Company's common shares as traded on the TSX and the common shares purchased will be cancelled.

Methanex believes that purchasing its shares under the normal course issuer bid is in the best interest of its shareholders and represents an effective use of the company's financial resources. The planned share repurchase is consistent with Methanex's balanced approach

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to the utilization of cash and reflects the Company's ongoing commitment to returning excess cash to shareholders. At the closing price of Methanex's common shares on the TSX on May 9, 2006, the planned share repurchase represents a potential financial expenditure of approximately \$148 Million (approximately US\$132 Million). As at March 31, 2006, Methanex had approximately \$93 Million in cash, an undrawn US \$250 million credit facility and continued strong cash generation capability. Methanex intends to finance the purchase of common shares under the bid with cash on hand.

6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER FOR FURTHER INFORMATION CONTACT:

For further information, contact:

Randy Milner  
Senior Vice President, General Counsel & Corporate Secretary  
(604) 661 2600

**DATED** at Vancouver, British Columbia, this 9th day of May, 2006.

**METHANEX CORPORATION**

Name: Randy Milner  
Title: Senior Vice President, General  
Counsel  
and Corporate Secretary