

CYTEC INDUSTRIES INC/DE/  
Form 8-K  
February 28, 2013

**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): 02/26/2013**

**Cytec Industries Inc.**

(Exact name of registrant as specified in its charter)

Commission File Number: 1-12372

Delaware

22-3268660

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(State or other jurisdiction

(IRS Employer

of incorporation)

Identification No.)

**Five Garret Mountain Plaza**

**Woodland Park, NJ 07424**

(Address of principal executive offices, including zip code)

**(973) 357-3100**

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On February 26, 2013, Cytec Industries Inc. (the Company) executed the Underwriting Agreement, dated February 26, 2013 (the Underwriting Agreement), among the Company, Citigroup Global Markets Inc., RBS Securities Inc. and Wells Fargo Securities, LLC, as representatives of the several underwriters named in Exhibit A thereto, in connection with the issuance of \$400 million aggregate principal amount of its 3.50% Notes due 2023 in a registered public offering (the Offering). Upon issuance, the Notes will be registered by the Company under the Securities Act of 1933, as amended, pursuant to a registration statement on Form S-3 (File No. 333-186862). A copy of the Underwriting Agreement is attached as Exhibit 1.1 to this Current Report on Form 8-K. The Offering is expected to close on Tuesday, March 12, 2013. A copy of the press release dated February 26, 2013 related to the announcement of the pricing of the Offering is attached as Exhibit 99.1 to this Current Report on Form 8-K.

On February 26, 2013, the Company announced that it commenced cash tender offers for up to \$175 million of its outstanding debt securities, including up to \$125 million of its 6.0% Notes due October 1, 2015 and up to \$50 million of its 8.95% Notes due July 1, 2017. A copy of the press release dated February 26, 2013 is attached as Exhibit 99.2 to this Current Report on Form 8-K.

On February 26, 2013, the Company announced that it is calling its 4.60% Notes due July 1, 2013 for redemption on March 27, 2013. A copy of the press release dated February 26, 2013 related to the announcement of the redemption is attached as Exhibit 99.3 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

- 1.1 Underwriting Agreement dated February 26, 2013
- 99.1 Press Release dated February 26, 2013
- 99.2 Press Release dated February 26, 2013
- 99.3 Press Release dated February 26, 2013

**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 hereunto duly authorized.

Cytec Industries Inc.

Date: February 26, 2013

By: /s/ Roy Smith  
Roy Smith

Vice President, General Counsel and Secretary

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Description</b>                             |
|--------------------|--|
| 1.1                | Underwriting Agreement dated February 26, 2013 |
| 99.1               | Press Release dated February 26, 2013          |
| 99.2               | Press Release dated February 26, 2013          |
| 99.3               | Press Release dated February 26, 2013          |