PREMCOR INC Form 8-K November 27, 2002

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): November 26, 2002

Commission File Number	Exact Name of Registrant as Specified in its Charter, Principal Office Address and Telephone Number	State of Incorporation
1-16827	Premcor Inc. 1700 East Putnam Avenue Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500	Delaware
1-13514	Premcor USA Inc. 1700 East Putnam Avenue Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500	Delaware
1-11392	The Premcor Refining Group Inc. 1700 East Putnam Avenue Suite 500 Old Greenwich, Connecticut 06870 (203) 698-7500	Delaware

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Item 5. Other Events

On November 26, 2002, Premcor Inc. announced that it had executed a definitive agreement with The Williams Companies, Inc. for the purchase of the Williams Memphis, Tennessee refinery and related supply and distribution assets.

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A copy of Premcor Inc.'s press release making such announcement is attached hereto as Exhibit 99.

Premcor Inc. owns all of the outstanding common stock of Premcor USA Inc., and Premcor USA Inc. owns all of the outstanding common stock of The Premcor Refining Group Inc.

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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.

Premcor Inc.
Premcor USA Inc.
The Premcor Refining Group Inc.
(Co-Registrants)

/s/ Dennis R. Eichholz

Dennis R. Eichholz Controller (principal

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accounting officer and duly authorized officer)

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Exhibit Index

Exhibit No. Description

99 Press release dated as of November 26, 2002

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