

MACDERMID INC  
Form DEFA14A  
December 18, 2006

**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) December 15, 2006**

**MacDermid, Incorporated**

(Exact name of registrant as specified in charter)

**Connecticut**

(State of incorporation)

**06-0435750**

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

**1401 Blake Street, Denver, Colorado**

(Address of principal executive offices)

**80202**

(Zip Code)

Registrant's telephone number, including area code **(720) 479-3062**

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))

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**Item 8.01. Other Events**

On December 15, 2006, MacDermid, Incorporated ("MacDermid") issued a press release announcing the execution of the Agreement and Plan of Merger, dated as of December 15, 2006, among MDI Holdings, LLC, Matrix Acquisition Corp. and MacDermid. MDI Holdings, LLC and Matrix Acquisition Corp. are controlled by Court Square Capital Partners, L.P.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01.**

**Financial Statements and Exhibits.**

**Exhibit No.**

**Description**

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99.1

Press Release dated December 15, 2006

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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.

MacDermid, Incorporated

By:  /s/ Gregory M. Bolingbroke

Gregory M. Bolingbroke

Senior Vice President, Finance

Date: December 15, 2006

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