May 23, 2003

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: May 23, 2003

Date of Earliest Event Reported: May 23, 2003

MILLENNIUM CHEMICALS INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

1-12091

(Commission File Number)

22-3436215

(I.R.S. Employer Identification Number)

230 Half Mile Road Red Bank, New Jersey 07701

(Address of principal executive offices)

Registrant's telephone number, including area code: (732) 933-5000

Item 7. Financial Statements and Exhibits.

Exhibit Description

99.1 Press Release issued May 23, 2003

Item 9. Financial Statements and Exhibits.

On May 23, 2003 Millennium Chemicals issued the press release furnished as Exhibit 99.1 hereto. The foregoing press release shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf of the undersigned hereunto duly authorized.

Dated: May 23, 2003

SIGNATURES 1

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MILLENNIUM CHEMICALS INC.

By: /s/C. William Carmean
C. William Carmean
Senior Vice President, General Counsel &
Secretary

EXHIBIT INDEX

Exhibit Description

99.1 Press Release issued May 23, 2003

EXHIBIT INDEX 2