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W R GRACE & CO  
Form 8-K  
July 24, 2003

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): July 23, 2003  
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W. R. GRACE & CO.  
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(Exact name of registrant as specified in its charter)

Delaware  
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(State or other jurisdiction  
of incorporation)

1-13953  
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(Commission File  
Number)

65-0773649  
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(IRS Employer  
Identification No.)

7500 Grace Drive, Columbia, Maryland 21044  
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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 410/531-4000  
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(Former name or former address, if changed since last report)

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Item 9. Regulation FD Disclosure (provided under Item 12).  
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On July 23, 2003, W. R. Grace & Co. issued a press release announcing its financial results for the quarter ended June 30, 2003. A copy of the press release is attached as Exhibit 99.1. The information in Exhibit 99.1 is being furnished under Item 12 of this Report on Form 8-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed by the undersigned, thereunto duly authorized.

W. R. GRACE & CO.  
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(Registrant)

By /s/ Mark A. Shelnitz  
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Mark A. Shelnitz  
Secretary

Dated: July 24, 2003

W. R. GRACE & CO.

Current Report on Form 8-K

Exhibit Index  
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| Exhibit No.<br>----- | Description<br>-----   |
|----------------------|--|
| 99.1                 | Press release issued by W. R. Grace & Co. announcing financial results for the 2003 second quarter |