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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

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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):  
September 25, 1995

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TEXACO INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-27 (Commission File Number)	74-1383447 (I.R.S. Employer Identification Number)
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2000 Westchester Avenue, White Plains, New York (Address of principal executive offices)	10650 (Zip Code)
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(914) 253-4000

(Registrant's telephone number, including area code)

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Item 5. Other Events  
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1. On September 25, 1995, the Registrant announced it had signed an agreement with Ethyl Corporation, a fuel and lubricant additives manufacturer, for the sale of the Registrant's worldwide lubricant additives business for an undisclosed price. The plan to sell the Registrant's lubricant additives operations, which had been a division of Texaco Chemical Company (TCC), was announced in December 1993 when it was separated from the sale of TCC to Huntsman Corporation. At that time, the Registrant agreed to work with Huntsman to determine if there was an appropriate third-party buyer or an operating arrangement for the lubricant additives business. Subsequently, in February 1995, the Registrant and Huntsman Corporation announced the intention to form a joint venture to own and operate the lubricant additives business. Those discussions now have been terminated. The sale to Ethyl, which is subject to approval by appropriate regulatory agencies and antitrust review under the Hart-Scott-Rodino Act, is expected to be completed by the end of 1995.

In this connection, on September 25, 1995, the Registrant issued a press release entitled "Texaco To Sell Worldwide Lubricant Additives Business To Ethyl Corporation", a copy of which is attached hereto as Exhibit 99.1 and made a part of hereof.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits  
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(c) Exhibits

99.1 Copy of press release issued by Texaco Inc. dated September 25, 1995, entitled "Texaco To Sell Worldwide Lubricant Additives Business To Ethyl Corporation."

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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.

TEXACO INC.

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(Registrant)

By: R. E. KOCH

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(Assistant Secretary)

Date: September 26, 1995

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## TEXACO TO SELL WORLDWIDE LUBRICANT ADDITIVES BUSINESS

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TO ETHYL CORPORATION  
-----FOR RELEASE: MONDAY, SEPTEMBER 25, 1995.  
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WHITE PLAINS, N.Y., Sept. 25 - Texaco Inc. announced today that it has signed an agreement with Ethyl Corporation, a fuel and lubricant additives manufacturer, for the sale of Texaco's worldwide lubricant additives business for an undisclosed price.

The business is a major worldwide supplier of lubricating oil additives, which are blended into automotive crankcase oil, transmission and hydraulic fluids, gear oils, industrial engine oils and general industrial and metal working oils. It owns, leases and operates manufacturing facilities in Port Arthur, Texas, Ghent, Belgium, and Rio de Janeiro, Brazil, as well as sales and marketing offices in strategic locations around the world.

Texaco Chairman and Chief Executive Officer Alfred C. DeCrane, Jr., stated, "This agreement, which divests a business that had been part of our non-core chemical operations from Texaco's portfolio of oil and gas activities, is another component of our plan for growth. Proceeds from this sale will be applied to oil and gas opportunities where Texaco can achieve superior investment returns and enhance shareholder value.

"In addition," DeCrane continued, "the agreement with Ethyl ensures that Texaco's operations will have a stable supply of key lube additives at competitive prices for our high-quality lubricant products, such as Havoline Formula3 and Ursa motor oils."

The plan to sell Texaco's worldwide lubricant additives operations, which had been a division of Texaco Chemical Company (TCC), was announced in December 1993 when it was separated from the sale of TCC to Huntsman Corporation, an affiliate of Jon M. Huntsman Group of Companies. At that time, Texaco agreed to work with Huntsman to determine if there was an appropriate third-party buyer or an operating arrangement for the lubricant additives business.

In February 1995 Texaco and Huntsman Corporation announced the intention to form a joint venture to own and operate Texaco's lubricant additives business. Those discussions now have been terminated.

The sale to Ethyl, which is subject to approval by appropriate regulatory agencies and antitrust review under the Hart-Scott-Rodino Act, is expected to be completed by the end of this year.

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