

HANOVER COMPRESSOR CO /

Form 425

March 28, 2007

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**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): March 27, 2007**

**UNIVERSAL COMPRESSION HOLDINGS, INC.**  
(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation)	<b>001-15843</b> (Commission File Number)	<b>13-3989167</b> (IRS Employer Identification No.)
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<b>4444 Brittmoores Road Houston, Texas</b> (Address of principal executive offices)	<b>77041</b> (Zip Code)
Registrant's telephone number, including area code: <b>(713) 335-7000</b>	
<b>N/A</b> (Former name or former address, if changed since last report.)	

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.

Item 9.01. Financial Statements and Exhibits.

SIGNATURE

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Joint Press Release

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**Item 8.01. Other Events.**

On March 27, 2007, Hanover Compressor Company ( Hanover ) and Universal Compression Holdings, Inc. ( Universal ) issued a joint press release announcing that they had received a request for additional information from the Antitrust Division of the U.S. Department of Justice pursuant to the notification requirements of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, in connection with the proposed merger between the two companies.

A copy of the joint press release dated March 27, 2007 is attached hereto as Exhibit 99.1 and incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(c) **Exhibits.**

99.1 Joint Press Release, dated March 27, 2007, issued by Hanover and Universal.

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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 hereunto duly authorized.

**UNIVERSAL COMPRESSION  
HOLDINGS, INC.**

Date: March 28, 2007

By: /s/ J. Michael Anderson  
J. Michael Anderson  
*Senior Vice President and  
Chief Financial Officer*

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