

GENERAL CABLE CORP /DE/  
Form 8-K  
July 25, 2007

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 25, 2007**

**General Cable Corporation**

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(Exact name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**001-12983**  
(Commission File Number)

**06-1398235**  
(IRS Employer  
Identification No.)

**4 Tesseneer Drive, Highland Heights, Kentucky 41076-9753**

(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **(859) 572-8000**

**Not Applicable**

(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)

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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 5.03**

**Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On July 25, 2007 the Board of Directors of the Company voted to amend Article VII of the Registrant's Bylaws, effective as of July 25, 2007 to allow for the issuance of uncertificated shares. As a result of the amendment, the Company will become eligible to participate in the Direct Registration System administered by the Depository Trust & Clearing Corporation. The Direct Registration System allows investors to have securities registered in their names without the issuance of physical certificates and allows investors to electronically transfer securities to broker-dealers in order to effect transactions without the risks and delays associated with transferring physical certificates.

The full text of the Amended and Restated Bylaws is filed as Exhibit 3.1 to this Current Report and amended Article VII thereof is incorporated herein by reference.

**Item 9.01**

**Financial Statements and Exhibits.**

Exhibit 3.1 - General Cable Corporation Amended and Restated Bylaws

**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.

July 25, 2007

General Cable Corporation

/s/ Robert J. Siverd

Robert J. Siverd  
Executive Vice President and  
General Counsel

**EXHIBIT INDEX**

**Exhibit No.**

**Description**

3.1

General Cable Corporation Amended and Restated Bylaws