

Edgar Filing: GENERAL CABLE CORP /DE/ - Form 8-K

GENERAL CABLE CORP /DE/  
Form 8-K  
December 12, 2003

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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): December 12, 2003

GENERAL CABLE CORPORATION  
(Exact Name of Registrant as Specified in its Charter)

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|  |                          |   |
|--|--------------------------|---|
| Delaware   | 1-12983                  | 06-1398235                              |
| -----  | -----                    | -----                                   |
| (State or other jurisdiction<br>of incorporation or<br>organization) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

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4 Tesseneer Drive  
Highland Heights, Kentucky 41076

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(Address of principal executive offices, including zip code)

(859) 572-8000

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Registrant's telephone number,  
including area code

Not Applicable

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(Former name or former address,  
if changed since last report)

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ITEM 5. Other Events.

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On November 21, 2003, General Cable Corporation (the "Company") filed a Certificate of Designations with the Secretary of State of Delaware (the "Certificate of Designations") setting forth the powers, preferences and rights, and the qualifications, limitations and restrictions of the Company's 5.75% Series A redeemable convertible preferred stock (the "Series A Redeemable Convertible Preferred Stock"). For a description of the Series A Redeemable Convertible Preferred Stock, please refer to the Certificate of Designations, which is attached as Exhibit 4.1.

On November 24, 2003, the Company, certain guarantors and U.S. Bank National Association, as trustee, entered into an Indenture (the "Indenture") relating to the issuance of \$285,000,000 of 9.5% Senior Notes due 2010 (the "Notes"). For a description of the Notes, please refer to the Indenture, which is attached as Exhibit 4.2.

On November 24, 2003, the Company, Merrill Lynch & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated and UBS Securities LLC (the "Initial Purchasers") entered into a Registration Rights Agreement relating to the Series A Redeemable Convertible Preferred Stock, which is attached as Exhibit 4.3. On November 24, 2003, the Company, certain guarantors and the Initial Purchasers entered into a Registration Rights Agreement relating to the Notes, which is attached as Exhibit 4.4.

### ITEM 7. Financial Statements and Exhibits

(a) The exhibits accompanying this report are listed in the Exhibit Index.

### SIGNATURE

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

GENERAL CABLE CORPORATION

Date: December 12, 2003

By: /s/ Robert J. Siverd

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Robert J. Siverd  
Executive Vice President, General  
Counsel and Secretary

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### EXHIBIT INDEX

Exhibit No. Title

Method of Filing

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|       |  |                |
|-------|--|----------------|
| ----- | -----  | -----          |
| 4.1   | Certificate of Designations  | Filed herewith |
| 4.2   | Indenture among the Company, certain guarantors<br>and U.S. Bank National Association, as trustee  | Filed herewith |
| 4.3   | Registration Rights Agreement among the Company<br>and the Initial Purchasers relating to the Series A<br>Redeemable Convertible Preferred Stock | Filed herewith |
| 4.4   | Registration Rights Agreement among the Company,<br>certain guarantors and the Initial Purchasers relating<br>to the Notes                       | Filed herewith |