

DYCOM INDUSTRIES INC

Form 8-K

October 12, 2005

**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): October 12, 2005**  
**Dycom Industries, Inc.**  
(Exact Name of Registrant as Specified in Charter)

Florida  
(State or Other Jurisdiction  
of Incorporation)

0-5423  
(Commission File Number)

59-1277135  
(I.R.S. Employer  
Identification No.)

11770 US Highway One, Suite 101  
Palm Beach Gardens, Florida 33408  
(Address of Principal Executive Offices) (Zip Code)

**REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (561) 627-7171**  
Not Applicable

(Former Name and 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.**

On October 12, 2005, Dycom Industries, Inc. ( Dycom ) issued a press release announcing the preliminary results of its Dutch Auction tender offer. A copy of the press release is attached as Exhibit 99.1 hereto, the contents of which are incorporated herein by reference.

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

(a) Financial statements of businesses acquired.

None.

(b) Pro forma financial information.

None.

(c) Exhibits.

Exhibit

| No.  | Description   |
|------|---|
| 99.1 | Press release of Dycom Industries, Inc. issued on October 12, 2005. |

**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.

**DYCOM INDUSTRIES, INC.**

*Date: October 12, 2005*

By: */s/ Richard L. Dunn*  
*Richard L. Dunn*  
*Senior Vice President*  
*and Chief Financial Officer*

4

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**EXHIBIT INDEX**

| Exhibit<br>No. | Description  |
|----------------|--|
| 99.1           | Press release of Dycom Industries, Inc. issued on October 12,<br>2005. |