

AMPHENOL CORP /DE/  
Form 8-K  
October 01, 2004

**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): **September 30, 2004**

**Amphenol Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**1-10879**  
(Commission File Number)

**22-2785165**  
(IRS Employer Identification  
Number)

**358 Hall Avenue**  
**Wallingford, Connecticut**  
(Address of principal executive offices)

**06492**  
(Zip Code)

**(203) 265-8900**

(Registrant's telephone number, including area code)

**Not Applicable**

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

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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 (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

(b) Effective September 30, 2004, Scott C. Nuttall and Marc S. Lipschultz resigned from the Amphenol Corporation (the Company) Board of Directors. The resignation of Mr. Nuttall and Mr. Lipschultz from the Company's Board of Directors did not involve any disagreement with the Company.

**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.

Date: October 1, 2004

AMPHENOL CORPORATION

By: /s/ Edward G. Jepsen  
Name: Edward G. Jepsen  
Title: Executive Vice President and Chief  
Financial Officer