

SILICON GRAPHICS INC  
Form 8-K  
December 21, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**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 18, 2007

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**SILICON GRAPHICS, INC.**

(Exact name of registrant specified in its charter)

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**Delaware**  
(State or other jurisdiction

of incorporation)

**001-10441**  
(Commission File Number)

**94-2789662**  
(I.R.S. Employer

Identification No.)

**1140 East Arques Ave., Sunnyvale, California 94085**

(Address of principal executive offices, including Zip Code)

Registrant's telephone, including area code: (650) 960-1980

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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):

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)

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“ 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 December 18, 2007, the Board of Directors of Silicon Graphics, Inc. (the Company ) amended Article IV, Sections 1 and 2 of the Bylaws of the Company to allow for the issuance and transfer of uncertificated shares of the Company s stock. The amendments ensure that the Company is eligible to participate in the Direct Registration System, currently administered by the Depository Trust Company, as required by the rules of The NASDAQ Stock Market. The Direct Registration System allows investors to have securities registered in their names without the issuance of physical certificates and to electronically transfer securities to broker-dealers in order to effect transactions.

The above summary is qualified in its entirety by reference to the full text of the amendment to the Bylaws filed as Exhibit 3.2 hereto and hereby incorporated by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

The following Exhibits are filed as part of this Current Report on Form 8-K:

| <b>Exhibit No.</b> | <b>Item</b>  |
|--------------------|--|
| 3.2                | Amendment to the Bylaws of Silicon Graphics, Inc. dated December 18, 2007. |

*SIGNATURES*

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Silicon Graphics, Inc.

Dated: December 21, 2007

By: /s/ Barry J. Weinert  
Barry J. Weinert

Vice President and General Counsel