

INFRASOURCE SERVICES INC

Form DEFA14A

May 18, 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): May 18, 2005

**InfraSource Services, Inc.**

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(Exact name of registrant as specified in its charter)

Delaware

001-32164

03-0523754

(State or other  
jurisdiction of incorporation)

(Commission File  
Number)

(IRS Employer  
Identification No.)

100 West Sixth Street, Suite 300  
Media, Pennsylvania

19063

(Address of principal  
executive offices)

(Zip Code)

(610) 480-8000

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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)

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))



**Item 8.01 Other Events.**

This Current Report on Form 8-K is being filed to provide a supplement to the InfraSource Services, Inc. (the Company ) proxy statement filed and first mailed to stockholders on April 29, 2005. The proxy statement filed on April 29, 2005 relates to the Company s Annual Meeting of Stockholders to be held on June 7, 2005. The supplement to the proxy statement, attached as Exhibit 99.1 to this Current Report on Form 8-K, provides information regarding David H. Watts, a nominee for director. A revised proxy card, which is being mailed to stockholders of record as of the record date, April 15, 2005, is attached as Exhibit 99.2.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

99.1 Supplement to the Proxy Statement

99.2 Revised Proxy Card

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**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.

INFRASOURCE SERVICES, INC.  
(Registrant)

Date: May 18, 2005

By: Terence R. Montgomery  
Name: Terence R. Montgomery  
Title: Senior Vice President, Chief  
Financial Officer and Secretary