

DYCOM INDUSTRIES INC

Form 8-K

October 17, 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 17, 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))

Item 8.01 Other Events.

On October 17, 2005, Dycom Industries, Inc. (Dycom) issued a press release announcing the final 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 17, 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 17, 2005

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

4

EXHIBIT INDEX

| Exhibit No. | Description |
|----------------|--|
| 99.1 | Press release of Dycom Industries, Inc. issued on October 17, 2005. |