

GENERAL CABLE CORP /DE/  
Form 4  
November 21, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KENNY GREGORY B**

2. Issuer Name and Ticker or Trading Symbol  
**GENERAL CABLE CORP /DE/ [BGC]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**4 TESSENEER DR**  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/17/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President & CEO**

**HIGHLAND HEIGHTS, KY 41076**

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount or Price (A) or (D)  |  |   |
| Common Stock                    | 11/17/2006                           |  | S                              |   | 45,000 <sup>(1)</sup>   | A  | \$ 14 95,773 D  |
| Common Stock                    | 11/17/2006                           |  | S                              |   | 45,000  | D  | \$ 42.06 50,773 D                                     |
| Common Stock                    | 11/17/2006                           |  | S                              |   | 150 <sup>(1)</sup>  | A  | \$ 14 50,923 D  |
| Common Stock                    | 11/17/2006                           |  | S                              |   | 150   | D  | \$ 42.09 50,773 D                                     |
| Common Stock - Deferred         |                                      |  |                                |   |   |  | 370,202 <sup>(2)</sup> I By GCC Trusts                |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Common Stock                               | \$ 42.06   | 11/17/2006                           |  | A                              | 45,000  | 05/20/2000 05/20/2007                                    | Common Stock  | 45,000                     |
| Common Stock                               | \$ 42.09   | 11/17/2006                           |  | A                              | 150   | 05/20/2000 05/20/2007                                    | Common Stock  | 150                        |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| KENNY GREGORY B<br>4 TESSENEER DR<br>HIGHLAND HEIGHTS, KY 41076 | X             |           | President & CEO |       |

## Signatures

Robert J. Siverd, as Attorney-in-Fact for Gregory B. Kenny  
11/21/2006

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The transactions reported in this Form 4 were required to be effected for the sole benefit of the former spouse of the reporting person  
(1) under a marital separation agreement dated June 10, 1997. The reporting person no longer reports as beneficially owned any securities owned by his former spouse.

(2) Indirect holdings of Mr. Kenny in General Cable Common Stock which are in unitized funds.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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