

GENERAL CABLE CORP /DE/

Form 4

November 22, 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 \*  
WELSH JOHN E III

(Last) (First) (Middle)

AVALON CAPITAL PARTNERS, 181 MAIN ST

(Street)

COLD SPRING HARBOR, NY 11724

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/21/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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)		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 Price			
Common Stock	11/21/2006		M	3,000	A \$ 21.91	11,300	D	
Common Stock	11/21/2006		S	3,000	D \$ 42.5156	10,000	D	
Common Stock	11/21/2006		M	3,000	A \$ 21.063	13,000	D	
Common Stock	11/21/2006		S	3,000	D \$ 42.5156	10,000	D	
	11/21/2006		M	3,000	A \$ 21.063	13,000	D	

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Common Stock								
Common Stock	11/21/2006	S	3,000	D	\$ 42.5156	10,000	D	
Common Stock	11/21/2006	M	1,500	A	\$ 9	11,500	D	
Common Stock	11/21/2006	S	1,500	D	\$ 42.5156	10,000	D	
Common Stock	11/21/2006	M	1,500	A	\$ 7.71	11,500	D	
Common Stock	11/21/2006	S	1,500	D	\$ 42.5156	10,000	D	
Common Stock	11/21/2006	M	10,000	A	\$ 9.98	20,000	D	
Common Stock	11/21/2006	S	10,000	D	\$ 42.5156	10,000	D	
Common Stock	11/22/2006	M	20,000	A	\$ 4	30,000	D	
Common Stock	11/22/2006	S	20,000	D	\$ 42.5049	10,000	D	
Common Stock - Deferred						83,000 <sup>(1)</sup>	I	By GCC Trusts

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common	\$ 42.5156	11/21/2006		M	3,000	08/25/2000 08/25/2007	Common 3,000

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								Stock	
Common Stock	\$ 42.5156	11/21/2006	M	3,000	02/03/2002	02/03/2009	Common Stock	3,000	
Common Stock	\$ 42.5156	11/21/2006	M	3,000	08/25/2001	02/03/2009	Common Stock	3,000	
Common Stock	\$ 42.5156	11/21/2006	M	1,500	02/07/2003	02/07/2010	Common Stock	1,500	
Common Stock	\$ 42.5156	11/21/2006	M	1,500	01/29/2004	01/29/2011	Common Stock	1,500	
Common Stock	\$ 42.5156	11/21/2006	M	10,000	10/08/2004	10/08/2011	Common Stock	10,000	
Common Stock	\$ 42.5049	11/22/2006	M	20,000	01/28/2006	01/28/2013	Common Stock	20,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WELSH JOHN E III AVALON CAPITAL PARTNERS 181 MAIN ST COLD SPRING HARBOR, NY 11724	X			

## Signatures

Robert J. Siverd, as Attorney-in-Fact for John E. Welsh, III  
 11/22/2006

\*\*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).
- (1) Indirect holdings of Mr. Welsh in General Cable Common Stock which are held 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.