

KULICKE & SOFFA INDUSTRIES INC

Form 8-K

December 05, 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): November 29, 2007

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**KULICKE AND SOFFA INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

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**PENNSYLVANIA**  
(State or other jurisdiction

of incorporation)

**000-00121**  
(Commission File Number)

**23-1498399**  
(IRS Employer

Identification No.)

**1005 VIRGINIA DRIVE, FORT WASHINGTON, PA**  
(Address of principal executive offices)

**19034**  
(Zip Code)

Registrant's telephone number, including area code (215) 784-6000

**NOT APPLICABLE**

(Former name or former address, if changed since last report.)

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## Edgar Filing: KULICKE & SOFFA INDUSTRIES INC - Form 8-K

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))
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**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On November 29, 2007, the Board of Directors of Kulicke and Soffa Industries, Inc. (the Company ) amended the articles of incorporation and the by-laws of the Company whereby a third paragraph was added to Article 5 of the Company s then existing articles of incorporation and subsections 1 and 2 of Article VI of the Company s then existing by-laws were replaced to permit the Company to issue uncertificated shares. The amendments became effective as of December 5, 2007. These amendments were made as a result of the Securities and Exchange Commission approval of amendments to NASDAQ Marketplace Rule 4350(l), which requires securities listed on NASDAQ to be eligible to participate in a direct registration system ( DRS ) by January 1, 2008. DRS allows a shareholder to be registered directly on the books of the transfer agent without the need of a physical certificate to evidence the security ownership and allows shareholders to electronically transfer securities to broker-dealers in order to effect transactions without the risks and delays associated with transferring physical certificates. The rule does not require issuers to actually participate in a DRS or to eliminate physical stock certificates but rather requires that the listed securities are eligible for such a program.

Copies of the amendments are attached hereto as Exhibit 3.1 and 3.2 and are incorporated herein by reference.

**Item 9.01. Financial Statements; Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
3.1	Amended Article 5, third paragraph, to the Articles of Incorporation of Kulicke and Soffa Industries, Inc.
3.2	Amended Article VI, subsections 1 and 2, to the By-Laws of Kulicke and Soffa Industries, Inc.

**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.

**KULICKE AND SOFFA INDUSTRIES, INC.**

(Registrant)

Date: December 5, 2007

By: /s/ David J. Anderson  
David J. Anderson  
Vice President and General Counsel

**EXHIBIT INDEX**

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