

AMPEX CORP /DE/  
Form 8-K  
December 10, 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): December 7, 2007

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**AMPEX CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**0-20292**  
(Commission File Number)

**1228 Douglas Avenue**

**Redwood City, California 94063-3117**

(Address and zip code of principal executive offices)

**Registrant's telephone number, including area code:**

**(650) 367-2011**

**13-3667696**  
(IRS Employer

Identification No.)

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:

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- .. 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 December 7, 2007, the Board of Directors of Ampex Corporation (the Company) amended the Company's By-Laws, effective as of that date, to permit the issuance of uncertificated shares of the Company's capital stock. The amendments were adopted in response to Nasdaq Marketplace Rule 4350(1), which requires that all listed securities be eligible to participate in a direct registration system (DRS). Eligibility for DRS requires the ability to issue shares in book-entry, or uncertificated, form. The amendments were made to Sections 1 and 4 of Article V of the Company's By-Laws.

A copy of the amended By-Laws is attached as Exhibit 3.1 to this report and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

3.1 By-Laws of Ampex Corporation, as amended through December 7, 2007.

[SIGNATURE PAGE FOLLOWS]

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
3.1	By-Laws of Ampex Corporation, as amended through December 7, 2007.

\* Filed herewith.

**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.

AMPEX CORPORATION

By: /s/ Joel D. Talcott  
Joel D. Talcott  
Vice President and Secretary

Date: December 7, 2007