

BENCHMARK ELECTRONICS INC
Form 8-K
April 29, 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): **December 1, 2004**

BENCHMARK ELECTRONICS, INC.

(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction
of incorporation)

1-10560
(Commission
File Number)

74-2211011
(I.R.S. Employer
Identification No.)

3000 Technology Drive, Angleton, Texas
(Address of principal executive offices)

77515
(Zip code)

Registrant's telephone number, including area code: **(979) 849-6550**

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 (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- o Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o 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.

Effective December 1, 2004, the Board of Directors of Benchmark Electronics, Inc. approved and authorized an amendment to Article 4, Sections 10, 13, and 14 of the Amended and Restated Bylaws of the Company dated March 15, 2002 (the Bylaws). The Bylaws were amended to grant the Chief Financial Officer of the Company the authority to agree upon and execute all leases, contracts, evidences of indebtedness and other obligations of the Company.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

Exhibit 99.1 Amended and Restated Bylaws of Benchmark Electronics, Inc. dated December 1, 2004

SIGNATURE

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.

Dated: April 28, 2005

BENCHMARK ELECTRONICS, INC.
By: /s/ CARY T. FU
Cary T. Fu
Chief Executive Officer