#### GENERAL CABLE CORP /DE/

Form 4

February 15, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** 

**OMB APPROVAL** 

Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue.

1. Name and Address of Reporting Person \*

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

1(b).

Stock-Deferred

(Print or Type Responses)

See Instruction

LAWTON GREGORY E Issuer Symbol GENERAL CABLE CORP /DE/ (Check all applicable) [BGC] 3. Date of Earliest Transaction (Last) (First) (Middle) X Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) 4 TESSENEER DRIVE 02/13/2011 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting HIGHLAND HEIGHTS, KY 41076 Person (City) (Zip) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 4. Securities 7. Nature of 1. Title of Security 3. 5. Amount of 6. (Instr. 3) (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect Code Beneficially Form: Beneficial Disposed of (D) Direct (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Ownership Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common Stock 02/13/2011 D M 1.650 Α (1) 1,650 Common **GCC** 

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Trusts

#### Edgar Filing: GENERAL CABLE CORP /DE/ - Form 4

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. Transacti Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V		(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/13/2011		M		1,650	02/13/2011	02/13/2018	Common Stock	1,650

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
LAWTON GREGORY E 4 TESSENEER DRIVE HIGHLAND HEIGHTS, KY 41076	X					

## **Signatures**

/s/ Robert J. Siverd, Attorney-in-Fact for Gregory E.

Lawton

02/15/2011

\*\*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) Each restricted stock unit represented a contingent right to receive one share of General Cable Corporation stock upon vesting, which occurred on February 13, 2011.

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.

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