

VISHAY INTERTECHNOLOGY INC  
Form SC TO-C  
April 04, 2006

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**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) April 4, 2006**

**Vishay Intertechnology, Inc.**

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(Exact name of registrant as specified in its charter)

**Delaware**

**1-7416**

**38-1686453**

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

**63 Lincoln Highway  
Malvern, PA**

**19355-2143**

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(Address of principal executive offices)

(Zip Code)

**Registrant's telephone number, including area code 610-644-1300**

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

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 8.01 Other Events**

Vishay Intertechnology, Inc. announced today that it intends to settle in cash any Liquid Yield Option Notes ( LYONs ) validly presented to the Company on June 4, 2006, pursuant to the option of the holders of the LYONs to require Vishay to repurchase the LYONs on that date. Subject to various conditions described in the indenture governing the LYONs, Vishay has the right to elect to pay the purchase price for the LYONs in Vishay common stock, but intends not to do so on the June 4, 2006 repurchase date. A copy of the press release regarding this announcement is furnished as Exhibit 99 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Description</b>                |
|--------------------|-----------------------------------|
| 99                 | Press release dated April 4, 2006 |

**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.

Date: April 4, 2006

VISHAY INTERTECHNOLOGY, INC.

By:           /s/ Richard N. Grubb          

Name: Richard N. Grubb  
Title: Executive Vice President and  
Chief Financial Officer