

METHODE ELECTRONICS INC  
Form SC 14D9/A  
October 22, 2003

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## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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### SCHEDULE 14D-9/A

#### Solicitation/Recommendation Statement

Under Section 14(d)(4) of the Securities Exchange Act of 1934  
(Amendment No. 8)

#### **Methode Electronics, Inc.**

(Name of Subject Company)

#### **Methode Electronics, Inc.**

(Name of Person(s) Filing Statement)

#### **Class B Common Stock, Par Value \$0.50 Per Share**

(Title of Class of Securities)

**591520 10 1**

(CUSIP Number of Class of Securities)

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**Donald W. Duda**

**President**

**Methode Electronics, Inc.**

**7401 West Wilson Avenue**

**Chicago, IL 60706-4548**

**(708) 867-6777**

(Name, Address and Telephone Number of Person Authorized  
to Receive Notice and Communications on Behalf of the Person(s) Filing Statement)

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#### **With copies to:**

**James W. Ashley, Jr.**  
**Lord Bissell & Brook**  
**115 South LaSalle Street**  
**Chicago, Illinois 60603**  
**(312) 443-0700**

**Daniel A. Neff**  
**Trevor S. Norwitz**  
**Wachtell, Lipton, Rosen & Katz**  
**51 West 52nd Street**  
**New York, New York, 10019**  
**(212) 403-1000**

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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**Purpose of Amendment**

This Amendment No. 8 amends and supplements the Solicitation/ Recommendation Statement on Schedule 14D-9 initially filed with the Securities and Exchange Commission (the "Commission") on July 21, 2003 (as amended by Amendment No. 1 filed on August 4, 2003, Amendment No. 2 filed on August 14, 2003, Amendment No. 3 filed on August 20, 2003, Amendment No. 4 filed on August 27, 2003, Amendment No. 5 filed on September 3, 2003, Amendment No. 6 filed on September 11, 2003 and Amendment No. 7 filed on October 3, 2003, the "Schedule 14D-9"), by Methode Electronics, Inc., a Delaware corporation (the "Company" or "Methode"). Unless otherwise indicated, all capitalized terms used but not defined herein shall have the meanings ascribed to them in the Schedule 14D-9.

**ITEM 8. ADDITIONAL INFORMATION TO BE FURNISHED.**

Item 8 of the Schedule 14D-9 is amended and supplemented by adding the following:

- (a) Legal Matters

*Litigation.* On October 20, 2003, the Court of Chancery of the State of Delaware denied plaintiff's motion for expedited proceedings and for the setting of a preliminary injunction hearing in the litigation captioned *Fein v. Methode Electronics, Inc.*, the purported class action filed on behalf of holders of Methode's Class B common stock.

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**SIGNATURE**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Dated: October 22, 2003

Methode Electronics, Inc.

By: /s/ DONALD W. DUDA

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Name: Donald W. Duda  
Title: *President*

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ITEM 8. ADDITIONAL INFORMATION TO BE FURNISHED.

SIGNATURE