AUDIOVOX CORP
Form 8-K
July 03, 2007

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): June 29, 2007

AUDIOVOX CORPORATION
(Exact name of registrant as specified in its charter)

Delaware	0-28839
(State or other jurisdiction of incorporation)	(Commission File Number)

13-1964841
(I.R.S. Employer Identification No.)

150 Marcus Blvd., Hauppauge, New York	11788
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (631) 231-7750

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 file 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(e))

Item 5.03 Amendment to Articles of Incorporation or By-Laws; Change in Fiscal Year

Effective June 29 2007, the Company's Board of Directors unanimously approved an amendment to the Company's By-Laws to establish an Affiliate Transaction Committee of the Board consisting of three independent directors (the "Amendment"). The Amendment added language to the end of Article III, Section 9 of the Company's By-Laws.

The Amendment provides for the establishment of the Affiliate Transaction Committee which shall have the authority to exercise all power of the Board of Directors to negotiate, review and approve or disapprove any proposed transaction involving aggregate consideration of more than $1 million between (a) Audiovox or any of its subsidiaries and (b) any director, officer, or controlling shareholder or other person or entity who is or was at any time in the three year period preceding the date of the proposed transaction, an affiliate or associate of the Company.

The foregoing description of the Amendment is not complete and is qualified in its entirety by reference to the text of the Amendment which is filed as Exhibit 3.1 hereto and is incorporated by reference.

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 thereunto duly authorized.

AUDIOVOX CORPORATION (Registrant)

Date: July 2, 2007

/s/ Charles M. Stoehr

Charles M. Stoehr
Senior Vice President and
Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
3.1	Amendment to the By-Laws of Audiovox Corporation

2