

Edgar Filing: NAM TAI ELECTRONICS INC - Form SC 13D/A

NAM TAI ELECTRONICS INC
Form SC 13D/A
November 07, 2003

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(AMENDMENT NO. 24)

NAM TAI ELECTRONICS, INC.
(Name of Issuer)

Common Shares, \$0.01 par value
(Title of Class of Securities)

629865 205
(Cusip Number)

Mr. M. K. Koo
c/o Nam Tai Group Management Ltd.
15th Floor, China Merchants Tower
Shun Tak Centre
168-200 Connaught Road Central
Hong Kong
Telephone: (852) 2341-0273
Fax: (852) 2341-4164
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

with a copy to:

Mr. Stephen K. Seung, ESQ.
2 Mott Street, Suite 601
New York, New York 10013
Telephone: (212) 732-0030
Fax: (212) 227-5097

October 30, 2003
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ☐.

Check the following box if a fee is being paid with the statement ☐.

CUSIP No. 629865 205

1. NAME OF REPORTING PERSON - Ming Kown Koo
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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2. CHECK THE APPROPRIATE BOX IF MEMBER OF A GROUP

(a) ☐ |
N/A (b) ☐ |

3. SEC USE ONLY

4. SOURCE OF FUNDS

N/A

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e) ☐ |

N/A

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Canadian

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7.

SOLE VOTING POWER: 4,833,079

8.

SHARES VOTING POWER : N/A

9.

SOLE DISPOSITIVE POWER: 4,833,079

10.

SHARES DISPOSITIVE POWER: N/A

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,833,079

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES ☐ |

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13.1%

14. TYPE OF REPORTING PERSON
IN

Item 1. Security and Issuer.

This statement relates to the Common Shares, \$0.01 par value (the "Common Shares") of Nam Tai Electronics, Inc. (the "Company") an International Business Company organized under the laws of the British Virgin Islands, with principal executive offices located 15/F., China Merchants Tower Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong.

Item 2. Identity and Background.

(a) This statement is being filed by Mr. Ming Kown Koo ("Mr. Koo"), an individual.

(b) Mr. Koo's business address is Nam Tai Electronics, Inc., c/o Nam Tai Group Management Ltd. 15/F., China Merchants Tower Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong.

(c) Mr. Koo is a Director and the Chief Financial Officer of the Company.

(d) During the past five years Mr. Koo has not been convicted in a criminal proceeding and has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, as a result of which it is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or

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mandating activities subject to, federal or state securities laws of finding any violation with respect to such laws.

(e) Mr. Koo is a Canadian citizen.

Item 3. Source and Amount of Funds and Other Consideration.

Not applicable.

Item 4. Purpose of Transaction.

The purpose of the transaction is to realize the value of the Common Shares being sold. Mr. Koo may sell or acquire common shares in the future depending on the prevailing market price of the securities. Mr. Koo has no plans or proposals that relate to or would result in the matters identified in Item 4(a) through (j) of Schedule 13D.

Item 5. Interest in Securities of the Issuer.

(a) At October 31, 2003, as a result of the sale of 2,006,314 Common Shares and the exercise of 237,000 options, Mr. Koo beneficially owned 4,833,079 of the Common Shares outstanding, representing a 13.1% ownership of outstanding Common Shares. The amount of Common Shares includes: (i) 4,833,079 Common Shares; and (ii) 0 Common Shares that Mr. Koo may acquire upon the exercise of employee stock options. The percentage ownership was calculated in accordance with Rule 13d(1)(i) under the Securities Exchange Act of 1934.

(b) Mr. Koo has exclusive investment voting and investment power over the Common Shares referred to in paragraph (a).

(c) The following table sets forth details of the open market sales of Common Shares (made through Bear, Stearns & Co., Inc.) made by Mr. Koo during the last sixty days.

| ----- | | | |
|------------------|------------------|-------------|-----------------|
| | Number of Common | | |
| | ----- | | |
| Transaction Date | Shares Sold | Sales Price | Proceeds |
| ----- | ----- | ----- | ----- |
| October 30, 2003 | 2,006,314 | \$34.00 | \$68,211,478.55 |
| ----- | | | |

The following table sets forth details of other transactions relating to the Common Shares made by Mr. Koo during the last sixty days.

| ----- | | |
|------------------|---------------------------------|------------------|
| | Number of Shares Acquired | Average Exercise |
| | ----- | |
| Transaction Date | Through the Exercise of Options | Price |
| ----- | ----- | ----- |
| October 31, 2003 | 237,000 | \$5.71 |
| ----- | | |

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(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Not applicable.

Item 7. Material to Be Filed as Exhibits.

Not applicable.

Signature

After reasonable 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.

Date: November 5, 2003

By: /s/ MING KOWN KOO

MING KOWN KOO