

Edgar Filing: KIM JAMES J - Form SC 13G/A

KIM JAMES J  
Form SC 13G/A  
February 17, 2004

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

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT  
OF 1934  
(AMENDMENT No. 3)

AMKOR TECHNOLOGY, INC.  
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.001 PER SHARE  
(Title of class of securities)  
031652100  
(CUSIP Number)

January 1, 2003  
-----

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. NAME OF REPORTING PERSON

The Group composed of the following persons:

1. James J. Kim
2. Agnes C. Kim
3. David D. Kim, as Trustee
4. Susan Y. Kim, as Trustee
5. John T. Kim, as Trustee
6. David D. Kim Trust of 12/31/87
7. John T. Kim Trust of 12/31/87
8. Susan Y. Kim Trust of 12/31/87
9. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Alexandra Panichello
10. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Jacqueline Panichello

Edgar Filing: KIM JAMES J - Form SC 13G/A

- 11. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Dylan Panichello
- 12. The James and Agnes Kim Foundation, Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Not applicable; not organized

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
Not Applicable

6. SHARED VOTING POWER  
73,517,677 shares, or 42.1% of the common stock outstanding

7. SOLE DISPOSITIVE POWER  
Not Applicable

8. SHARED DISPOSITIVE POWER  
73,517,677 shares, or 42.1% of the common stock outstanding

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
73,517,677 shares of common stock

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

-2-

11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
42.1% of the common stock outstanding

12. TYPE OF REPORTING PERSON  
(OO)

-3-

1. NAME OF REPORTING PERSON  
James J. Kim

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  (b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
United States Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

Edgar Filing: KIM JAMES J - Form SC 13G/A

5. SOLE VOTING POWER  
21,686,186 shares, or 12.4% of the common stock outstanding
6. SHARED VOTING POWER  
Not Applicable
7. SOLE DISPOSITIVE POWER  
21,686,186 shares, or 12.4 the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not Applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
21,686,186 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
12.4% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(IN)

-4-

1. NAME OF REPORTING PERSON  
Agnes C. Kim
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
United States Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
8,319,939 shares, or 4.8% of the common stock outstanding
6. SHARED VOTING POWER  
Not Applicable
7. SOLE DISPOSITIVE POWER  
8,319,939 shares, or 4.8% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not Applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
8,319,939 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/

Edgar Filing: KIM JAMES J - Form SC 13G/A

11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
4.8% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(IN)

-5-

1. NAME OF REPORTING PERSON  
David D. Kim, as Trustee
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  /X/ (b)  /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
United States Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
6. SHARED VOTING POWER  
Not Applicable
7. SOLE DISPOSITIVE POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not Applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
14,457,344 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
8.3% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(IN)

-6-

1. NAME OF REPORTING PERSON  
Susan Y. Kim, as Trustee
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  /X/ (b)  /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
United States Citizen

Edgar Filing: KIM JAMES J - Form SC 13G/A

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
6,257,344 shares, or 3.6% of the common stock outstanding
6. SHARED VOTING POWER  
8,200,000 shares, or 4.7% of the common stock outstanding
7. SOLE DISPOSITIVE POWER  
6,257,344 shares, or 3.6% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
8,200,000 shares, or 4.7% of the common stock outstanding
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
14,457,344 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
8.3% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(IN)

-7-

1. NAME OF REPORTING PERSON  
John T. Kim, as Trustee
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
United States Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
6. SHARED VOTING POWER  
8,200,000 shares, or 4.7% of the common stock outstanding
7. SOLE DISPOSITIVE POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
8,200,000 shares, or 4.7% of the common stock outstanding
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
22,657,344 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN

Edgar Filing: KIM JAMES J - Form SC 13G/A

SHARES /\_\_\_/

11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
13.0% of the common stock outstanding

12. TYPE OF REPORTING PERSON  
(IN)

-8-

1. NAME OF REPORTING PERSON  
David D. Kim Trust of 12/31/87

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
14,457,344 shares, or 8.3% of the common stock outstanding

6. SHARED VOTING POWER  
Not Applicable

7. SOLE DISPOSITIVE POWER  
14,457,344 shares, or 8.3% of the common stock outstanding

8. SHARED DISPOSITIVE POWER  
Not Applicable

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON  
14,457,344 shares of common stock

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES /\_\_\_/

11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
8.3% of the common stock outstanding

12. TYPE OF REPORTING PERSON  
(OO)

-9-

1. NAME OF REPORTING PERSON  
John T. Kim Trust of 12/31/87

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/

3. SEC USE ONLY

Edgar Filing: KIM JAMES J - Form SC 13G/A

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
6. SHARED VOTING POWER  
Not Applicable
7. SOLE DISPOSITIVE POWER  
14,457,344 shares, or 8.3% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not Applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
14,457,344 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
8.3% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(OO)

-10-

1. NAME OF REPORTING PERSON  
Susan Y. Kim Trust of 12/31/87
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  (b)
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
6,257,344 shares, or 3.6% of the common stock outstanding
6. SHARED VOTING POWER  
Not Applicable
7. SOLE DISPOSITIVE POWER  
6,257,344 shares, or 3.6% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not Applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
6,257,344 shares of common stock

Edgar Filing: KIM JAMES J - Form SC 13G/A

- 10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
- 11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
3.6% of the common stock outstanding
- 12. TYPE OF REPORTING PERSON  
(OO)

-11-

- 1. NAME OF REPORTING PERSON  
Trust of Susan Y. Kim dated 4/16/98 for the benefit of Alexandra Panichello
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/
- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

- 5. SOLE VOTING POWER  
Not Applicable
- 6. SHARED VOTING POWER  
2,733,334 shares, or 1.6% of the common stock outstanding
- 7. SOLE DISPOSITIVE POWER  
Not Applicable
- 8. SHARED DISPOSITIVE POWER  
2,733,334 shares, or 1.6% of the common stock outstanding
- 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,733,334 shares of common stock
- 10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
- 11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
1.6% of the common stock outstanding
- 12. TYPE OF REPORTING PERSON  
(OO)

-12-

- 1. NAME OF REPORTING PERSON  
Trust of Susan Y. Kim dated 4/16/98 for the benefit of Jacqueline Panichello
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP



Edgar Filing: KIM JAMES J - Form SC 13G/A

(a) /X/ (b) /\_\_\_/

3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
Not Applicable
6. SHARED VOTING POWER  
2,733,333 shares, or 1.6% of the common stock outstanding
7. SOLE DISPOSITIVE POWER  
Not Applicable
8. SHARED DISPOSITIVE POWER  
2,733,333 shares, or 1.6% of the common stock outstanding
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,733,333 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
1.6% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(OO)

-13-

1. NAME OF REPORTING PERSON  
Trust of Susan Y. Kim dated 4/16/98 for the benefit of Dylan Panichello
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
Not Applicable
6. SHARED VOTING POWER  
2,733,333 shares, or 1.6% of the common stock outstanding
7. SOLE DISPOSITIVE POWER  
Not Applicable
8. SHARED DISPOSITIVE POWER  
2,733,333 shares, or 1.6% of the common stock outstanding

Edgar Filing: KIM JAMES J - Form SC 13G/A

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,733,333 shares of common stock
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
1.6% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(OO)

-14-

1. NAME OF REPORTING PERSON  
The James and Agnes Kim Foundation, Inc.
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) /X/ (b) /\_\_\_/
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Organized in Commonwealth of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER  
139,520 shares, or 0.1% of the common stock outstanding
6. SHARED VOTING POWER  
Not applicable
7. SOLE DISPOSITIVE POWER  
139,520 shares, or 0.1% of the common stock outstanding
8. SHARED DISPOSITIVE POWER  
Not applicable
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
139,520 shares of the common stock outstanding
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES /\_\_\_/
11. PERCENTAGE OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
0.1% of the common stock outstanding
12. TYPE OF REPORTING PERSON  
(CO)

-15-

- ITEM 1. (a) Name of Issuer  
Amkor Technology, Inc.

Edgar Filing: KIM JAMES J - Form SC 13G/A

(b) Address of Issuer's Principal Executive Offices  
1345 Enterprise Drive, West Chester, PA 19380

ITEM 2. (a) Name of Person Filing  
The following persons and the Group composed of the following persons:

1. James J. Kim
2. Agnes C. Kim
3. David D. Kim, as Trustee
4. Susan Y. Kim, as Trustee
5. John T. Kim, as Trustee
6. David D. Kim Trust of 12/31/87
7. John T. Kim Trust of 12/31/87
8. Susan Y. Kim Trust of 12/31/87
9. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Alexandra Panichello
10. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Jacqueline Panichello
11. Trust of Susan Y. Kim dated 4/16/98 for the benefit of Dylan Panichello
12. The James and Agnes Kim Foundation, Inc.

(b) Address of Principal Business Office, or if none, Residence  
For each reporting person:1345 Enterprise Drive  
West Chester, PA 19380

(c) Citizenship  
Not Applicable

(d) Title of Class of Securities  
Common Stock, par value \$.001 per share

(e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
James J. Kim

(b) Address of Principal Business Office, or if none, Residence  
1345 Enterprise Drive  
West Chester, PA 19380

(c) Citizenship  
United States Citizen

-16-

(d) Title of Class of Securities  
Common Stock, par value, \$.001 per share

(e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
Agnes C. Kim

(b) Address of Principal Business Office, or if none,

Edgar Filing: KIM JAMES J - Form SC 13G/A

Residence  
1345 Enterprise Drive  
West Chester, PA 19380

- (c) Citizenship  
United States Citizen
- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
David D. Kim, as Trustee

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Citizenship  
United States Citizen
- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
Susan Y. Kim, as Trustee

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Citizenship  
United States Citizen

-17-

- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
John T. Kim, as Trustee

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Citizenship  
United States Citizen

Edgar Filing: KIM JAMES J - Form SC 13G/A

- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

- ITEM 2. (a) Name of Person Filing  
David D. Kim Trust of 12/31/87
- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
  - (c) Organization  
Organized in the Commonwealth of Pennsylvania
  - (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
  - (e) CUSIP Number  
031652100

- ITEM 2. (a) Name of Person Filing  
John T. Kim Trust of 12/31/87
- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
  - (c) Organization  
Organized in the Commonwealth of Pennsylvania

-18-

- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

- ITEM 2. (a) Name of Person Filing  
Susan Y. Kim Trust of 12/31/87
- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
  - (c) Organization  
Organized in the Commonwealth of Pennsylvania
  - (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
  - (e) CUSIP Number  
031652100

- ITEM 2. (a) Name of Person Filing

Edgar Filing: KIM JAMES J - Form SC 13G/A

Trust of Susan Y. Kim dated 4/16/98 for the benefit  
of Alexandra Panichello

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Organization  
Organized in the Commonwealth of Pennsylvania
- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
Trust of Susan Y. Kim dated 4/16/98 for the benefit  
of Jacqueline Panichello

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Organization  
Organized in the Commonwealth of Pennsylvania

-19-

- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
Trust of Susan Y. Kim dated 4/16/98 for the benefit  
of Dylan Panichello

- (b) Address of Principal Business Office, or if none,  
Residence  
1345 Enterprise Drive  
West Chester, PA 19380
- (c) Organization  
Organized in the Commonwealth of Pennsylvania
- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 2. (a) Name of Person Filing  
The James and Agnes Kim Foundation, Inc.

- (b) Address of Principal Business Office, or if none,

Edgar Filing: KIM JAMES J - Form SC 13G/A

Residence  
1345 Enterprise Drive  
West Chester, PA 19380

- (c) Organization  
Organized in the Commonwealth of Pennsylvania
- (d) Title of Class of Securities  
Common Stock, par value \$.001 per share
- (e) CUSIP Number  
031652100

ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

- 1. (a) Amount Beneficially Owned  
For each reporting person, see response to  
Row 9 on cover page
- (b) Percent of Class  
For each reporting person, see response to  
Row 11 on cover page

-20-

- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote:  
For each reporting person, see response  
to Row 5 on cover page
  - (ii) Shared power to vote or to direct the vote:  
For each reporting person, see response to  
Row 6 on cover page
  - (iii) Sole power to dispose or to direct the  
disposition of:  
For each reporting person, see response to  
Row 7 on cover page
  - (iv) Shared power to dispose or to direct the  
disposition of:  
For each reporting person, see response to  
Row 8 on cover page

Each reporting person states that the filing of this statement on Schedule 13G shall not be construed as an admission that such reporting person is, for the purposes of section 13(d) or 13(g) of the Act, the beneficial owner of the shares of common stock reported as beneficially owned by the other reporting persons in this statement on Schedule 13G.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS  
Not Applicable

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON  
Not Applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Edgar Filing: KIM JAMES J - Form SC 13G/A

Not Applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP  
See Exhibit A, attached hereto.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP  
Not Applicable

-21-

ITEM 10. CERTIFICATION

This statement on Schedule 13G is filed on behalf of each of the undersigned Persons and the Group. After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned persons certifies that the information set forth in this statement is true, complete and correct in so far as the information pertains to the undersigned.

/s/ James J. Kim\* February 12, 2004  
-----

James J. Kim

/s/ Agnes C. Kim\* February 12, 2004  
-----

Agnes C. Kim

/s/ David D. Kim\* February 12, 2004  
-----

David D. Kim, as Trustee

/s/ Susan Y. Kim\* February 12, 2004  
-----

Susan Y. Kim, as Trustee

/s/ John T. Kim\* February 12, 2004  
-----

John T. Kim, as Trustee

David D. Kim Trust of 12/31/87 February 12, 2004

By: /s/ David D. Kim\*  
-----

David D. Kim, as Trustee

John T. Kim Trust of 12/31/87 February 12, 2004

By: /s/ John T. Kim\*  
-----

John T. Kim, as Trustee

Susan Y. Kim Trust of 12/31/87 February 12, 2004

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for February 12, 2004  
the benefit of Alexandra Panichello

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for February 12, 2004



Edgar Filing: KIM JAMES J - Form SC 13G/A

the benefit of Jacqueline Panichello

By: /s/ Susan Y. Kim\*

-----  
Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for  
the benefit of Dylan Panichello

February 12, 2004

By: /s/ Susan Y. Kim\*

-----  
Susan Y. Kim, as Trustee

-22-

The James and Agnes Kim Foundation, Inc.

February 12, 2004

By: /s/ Susan Y. Kim\*

-----  
Susan Y. Kim, as Secretary

\* /s/ MEMMA S. KILGANNON

February 12, 2004

-----  
Memma S. Kilgannon, as attorney-in-fact  
for each reporting person indicated,  
pursuant to powers-of-attorney  
previously filed with the U.S.  
Securities and Exchange Commission  
or filed with the U.S. Securities and  
Exchange Commission with this filing.

-23-

EXHIBIT A

This Agreement made by the undersigned persons certifies that each undersigned person agrees that the statement on Schedule 13G to which this Exhibit A is attached is filed on behalf of each of them and the Group. The "Group" (as defined in Rule 13d-5(b)) is composed of the following persons:

James J. Kim  
Agnes C. Kim  
David D. Kim, as Trustee  
Susan Y. Kim, as Trustee  
John T. Kim, as Trustee  
David D. Kim Trust of 12/31/87  
John T. Kim Trust of 12/31/87  
Susan Y. Kim Trust of 12/31/87  
Trust of Susan Y. Kim dated 4/16/98 held for the benefit of  
Alexandra Panichello  
Trust of Susan Y. Kim dated 4/16/98 held for the benefit of  
Jacqueline Panichello  
Trust of Susan Y. Kim dated 4/16/98 for the benefit of Dylan  
Panichello; and  
The James and Agnes Kim Foundation, Inc.

Each undersigned further agrees the information as it pertains to each undersigned is accurate and complete and that each undersigned has no knowledge or reason to believe that information as it relates to the other persons making

Edgar Filing: KIM JAMES J - Form SC 13G/A

this filing is inaccurate.

/s/ James J. Kim\* February 12, 2004  
-----

James J. Kim

/s/ Agnes C. Kim\* February 12, 2004  
-----

Agnes C. Kim

/s/ David D. Kim\* February 12, 2004  
-----

David D. Kim, as Trustee

/s/ Susan Y. Kim\* February 12, 2004  
-----

Susan Y. Kim, as Trustee

/s/ John T. Kim\* February 12, 2004  
-----

John T. Kim, as Trustee

David D. Kim Trust of 12/31/87 February 12, 2004

By: /s/ David D. Kim\*  
-----

David D. Kim, as Trustee

-24-

John T. Kim Trust of 12/31/87 February 12, 2004

By: /s/ John T. Kim\*  
-----

John T. Kim, as Trustee

Susan Y. Kim Trust of 12/31/87 February 12, 2004

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for February 12, 2004  
the benefit of Alexandra Panichello

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for February 12, 2004  
the benefit of Jacqueline Panichello

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

Trust of Susan Y. Kim dated 4/16/98 for February 12, 2004  
the benefit of Dylan Panichello

By: /s/ Susan Y. Kim\*  
-----

Susan Y. Kim, as Trustee

The James and Agnes Kim Foundation, Inc. February 12, 2004

By: /s/ Susan Y. Kim\*  
-----

Edgar Filing: KIM JAMES J - Form SC 13G/A

Susan Y. Kim, as Secretary

\* /s/ MEMMA S. KILGANNON

February 12, 2004

-----  
Memma S. Kilgannon, as attorney-in-fact  
for each reporting person indicated,  
pursuant to powers-of-attorney  
previously filed with the U.S.  
Securities and Exchange Commission  
or filed with the U.S. Securities and  
Exchange Commission with this filing.

-25-