

Edgar Filing: ENOVA SYSTEMS INC - Form SC 13G

ENOVA SYSTEMS INC  
Form SC 13G  
February 16, 2010

SEC 1745  
(02-02)

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OMB Number: 3235-0145  
Expires: February 28, 2009  
Estimated average burden  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No: )\*

Enova Systems, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

29355M200

-----  
(CUSIP Number)

December 31, 2009

-----  
(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).

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CUSIP No. 29355M200

- 1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

GAM Holding Ltd  
-----

- 2. Check the Appropriate Box if a Member of a Group (See Instructions)
  - (a) .....
  - (b) .....

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

Switzerland  
-----

|                |    |                          |
|----------------|----|--------------------------|
| Number of      | 5. | Sole Voting Power        |
| Shares         |    | 1,514,275                |
| Beneficially   | 6. | Shared Voting Power      |
| Owned by       |    | -----                    |
| Each Reporting | 7. | Sole Dispositive Power   |
| Person With*   |    | 1,514,275                |
|                | 8. | Shared Dispositive Power |
|                |    | -----                    |

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,514,275  
-----

- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

- 11. Percent of Class Represented by Amount in Row (9)

7.13% (based on the total of 21,245,238 outstanding shares of common stock)  
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- 12. Type of Reporting Person (See Instructions) HC  
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\*GAM Holding Ltd. disclaims beneficial ownership of such securities.

Item 1.

(a) Name of Issuer Enova Systems, Inc.  
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(b) Address of Issuer's Principal Executive Offices  
1560 West 190th Street, Torrance, California 90501

Item 2.

(a) Name of Person Filing

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GAM Holding Ltd  
-----

(b) Address of Principal Business Office or, if none, Residence  
Klaustrasse 10, 8008 Zurich, Switzerland  
-----

(c) Citizenship  
Switzerland  
-----

(d) Title of Class of Securities  
Common Stock  
-----

(e) CUSIP Number  
29355M200  
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Item 3. If this statement is filed pursuant to ss.ss.240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
- (e) An investment adviser in accordance with ss.240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with ss.240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with ss.240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with ss.240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: 1,514,275  
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|     |   |                    |
|-----|---|--------------------|
| (b) | Percent of class: 7.13% (based on the total of 21,245,238 outstanding shares) | -----              |
| (c) | Number of shares as to which the person has:                                  |                    |
|     | (i) Sole power to vote or to direct the vote                                  | 1,514,275<br>----- |
|     | (ii) Shared power to vote or to direct the vote                               | -----              |
|     | (iii) Sole power to dispose or to direct the disposition of                   | 1,514,275<br>----- |
|     | (iv) Shared power to dispose or to direct the disposition of                  | -----              |

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

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 or Control Person.

The securities reported herein (the Securities) are beneficially owned by one or more investment funds or other accounts that, pursuant to investment management contracts, are managed by either GAM International Management Ltd. (GIML) or GAM London Limited ("GAM London"). Both GIML and GAM London are wholly owned subsidiaries of GAM Holding Ltd. Such investment management contracts grant to GIML and GAM London all investment and voting power over the securities owned by such investment management clients. Therefore, GIML and GAM London may be deemed to be, for purposes of Rule 13d-3 under the Act, the beneficial owner of the Securities.

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

The following certification shall be included if the statement is filed pursuant to ss.240.13d-1(c): By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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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.

February 16, 2010

-----  
Date

/s/ Scott Sullivan

-----  
Signature

Scott Sullivan, Group General Counsel

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to joint filing of the attached Schedule 13G, and any and all amendments thereto, and expressly authorize GAM Holding Ltd, as the ultimate parent company of each of its undersigned subsidiaries, to file such Schedule 13G, and any and all amendments thereto, on behalf of each of them.

Date: February 16, 2010

GAM Holding Ltd

By: /s/ Scott Sullivan  
Name: Scott Sullivan  
Title: Group General Counsel

GAM International Management Limited

By: /s/ Scott Sullivan  
Name: Scott Sullivan  
Title: Group General Counsel

GAM London Limited

By: /s/ Scott Sullivan  
Name: Scott Sullivan  
Title: Group General Counsel