

Edgar Filing: PEAK INTERNATIONAL LTD - Form SC 13G/A

PEAK INTERNATIONAL LTD
Form SC 13G/A
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
AMENDMENT NO. 4

PEAK INTERNATIONAL LIMITED

(Name of Issuer)

Common Stock

(Title of Class of Securities)

G69586108

(CUSIP Number)

December 31, 2001

(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)

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1) Names of Reporting Person. ROCKEFELLER & CO., INC.
Identification No. of IRS IDENTIFICATION NO.:
Above Person (entities only) 13-3006584

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

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NOT APPLICABLE

 3) SEC Use Only

 4) Citizenship or Place of Organization NEW YORK

 Number of Shares (5) Sole Voting Power NOT APPLICABLE
 Beneficially Owned by -----
 Each Reporting Person (6) Shared Voting Power NOT APPLICABLE
 With -----
 (7) Sole Dispositive Power NOT APPLICABLE

 (8) Shared Dispositive Power NOT APPLICABLE

 9) Aggregate Amount Beneficially Owned by Each Reporting Person NOT APPLICABLE (SEE ITEM 8)

 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) NOT APPLICABLE

 11) Percent of Class Represented by Amount in Row (9) NOT APPLICABLE

 12) Type of Reporting Person (See Instructions) IA

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ITEM 1(A) NAME OF ISSUER:
 PEAK INTERNATIONAL LIMITED (the "Issuer")
 ITEM 1(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
 44091 Nobel Drive
 Fremont, California 94538
 ITEM 2(A) NAME OF PERSON FILING:
 Rockefeller & Co., Inc. ("R&Co.")
 ITEM 2(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
 30 Rockefeller Plaza
 New York, New York 10112
 ITEM 2(C) CITIZENSHIP:
 New York corporation
 ITEM 2(D) TITLE OF CLASS OF SECURITIES:
 Common Stock
 ITEM 2(E) CUSIP NUMBER:

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- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B) OR (C), CHECK WHETHER THE FILING PERSON IS A:
- (a) Broker or dealer registered under Section 15 of the Exchange Act
 - (b) Bank as defined in Section 3(a)(6) of the Exchange Act
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act
 - (d) Investment company registered under Section 8 of the Investment Company Act
 - (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
 - (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F)

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- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G)
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Federal Deposit Insurance Act
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J)

ITEM 4. OWNERSHIP.

Not applicable.

ITEM 5. OWNERSHIP OF FIVE PERCENT OF 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: (See Item 8. regarding dissolution of a possible group, the membership in which having been previously disclaimed by the reporting person.)

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

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

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

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R&Co. previously reported that it may be deemed to be acting as a group with respect to the securities of the issuer due to an affiliation with L-R Managers, LLC ("L-R Managers") and J. Murray Logan, the investment manager of L-R Managers and an employee of R&Co. Effective December 31, 2001, R&Co. withdrew as a member of L-R Managers and J. Murray Logan retired from R&Co. Thus, to the extent that R&Co. and L-R Managers may have been deemed to be a group under Section 13 of the Securities Exchange Act of 1934, as amended, and the rules and regulations thereunder, such group no longer exists. All further filings with respect to transactions in the securities of the issuer will be filed, if required, by each party in its individual capacity.

ITEM 9. NOTIFICATION OF DISSOLUTION OF A GROUP.

See Item 8.

ITEM 10. CERTIFICATIONS.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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.

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.

Dated as of February 12, 2002

ROCKEFELLER & CO., INC.

By: /s/ David Strawbridge

Name: David Strawbridge

Title: Vice President