

Edgar Filing: FREMONT GENERAL CORP - Form SC 13D/A

FREMONT GENERAL CORP  
Form SC 13D/A  
March 14, 2008

OMB Number 3235-0145

United States  
Securities and Exchange Commission  
Washington DC 20549

Schedule 13D/A Amendment No. 4  
Under the Securities and Exchange Act of 1934

Fremont General Corporation  
Name of Issuer

common stock  
Title of Class of Securities

CUSIP Number 357288109

Howard Amster, 23811 Chagrin Blvd., Suite 200  
Beachwood, Ohio 44122-5525, 216 595-1047  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

March 13, 2008  
(Date of Event which Requires Filing of this Statement)

If this filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e) (f) or (g), check the following box / /.

Note: Scheduled filed in paper format shall include a signed original and five copies of the schedule including all exhibits. See 240.13D-7 for other parties to who copies are to be sent.

\*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 to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on 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 | Howard Amster |
| 2  | If a member group        | a) / /        |
| b) | /X/                      |               |
| 3  | SEC Use only             |               |
| 4  | Source of Funds          | PF            |
| 5  | Check if Disclosure      |               |
| 6  | Citizenship              | U.S.A.        |

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|                  |  |                    |           |
|------------------|--|--------------------|-----------|
| Number of Shares | 7  | Sole Voting        | 289,653   |
| Beneficially     |  |                    |           |
| Owned By Each    | 8  | Shared Voting      | 3,515,197 |
| Reporting Person |  |                    |           |
| With             | 9  | Sole Dispositive   | 289,653   |
|                  | 10   | Shared Dispositive | 3,515,197 |
| 11               | Aggregate Amount Beneficially owned                    |                    | 2,154,422 |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |           |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 2.71 %    |
| 14               | Type of Reporting Person                               |                    | IN        |

|                  |  |                    |                        |
|------------------|--|--------------------|------------------------|
| 1                | Name of Reporting Person                               |                    | Amster Trading Company |
| 2                | If a member group                                      | a)                 | / /                    |
| b)               | /X/  |                    |                        |
| 3                | SEC Use only   |                    |                        |
| 4                | Source of Funds  |                    | WC                     |
| 5                | Check if Disclosure                                    |                    |                        |
| 6                | Citizenship  |                    | USA                    |
| Number of Shares | 7  | Sole Voting        |                        |
| Beneficially     |  |                    |                        |
| Owned By Each    | 8  | Shared Voting      | 3,515,197              |
| Reporting Person |  |                    |                        |
| With             | 9  | Sole Dispositive   |                        |
|                  | 10   | Shared Dispositive | 3,515,197              |
| 11               | Aggregate Amount Beneficially owned                    |                    | 1,864,769              |
| 12               | Check if Aggregate Amount (11) Excludes Certain Shares |                    |                        |
| 13               | Percent of Class Represented by amount in row (11)     |                    | 2.34 %                 |
| 14               | Type of Reporting Person                               |                    | CO                     |

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|    |  |  |
|----|--|--|
| 1  | Name of Reporting Person                               | Amster Trading Company<br>Charitable Remainder Unitrusts |
| 2  | If a member group                                      | a) / /   |
| b) | /X/  |  |
| 3  | SEC Use only   |  |
| 4  | Source of Funds  | AF   |
| 5  | Check if Disclosure                                    |  |
| 6  | Citizenship  |  |
|    | Number of Shares                                       | 7 Sole Voting  |
|    | Beneficially   |  |
|    | Owned By Each  | 8 Shared Voting 1,650,428                                |
|    | Reporting Person                                       |  |
|    | With   | 9 Sole Dispositive                                       |
|    |  | 10 Shared Dispositive 1,650,428                          |
| 11 | Aggregate Amount Beneficially owned                    | 1,650,428  |
| 12 | Check if Aggregate Amount (11) Excludes Certain Shares |  |
| 13 | Percent of Class Represented by amount in row (11)     | 2.07 %   |
| 14 | Type of Reporting Person                               | 00   |

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1 Name of Reporting Person Tamra F. Gould

2 If a member group a) / /

c) /X/

3 SEC Use only

4 Source of Funds PF

5 Check if Disclosure

6 Citizenship U.S.A.

|                  |    |                    |        |
|------------------|----|--------------------|--------|
| Number of Shares | 7  | Sole Voting        | 65,500 |
| Beneficially     |    |                    |        |
| Owned By Each    | 8  | Shared Voting      | 96,100 |
| Reporting Person |    |                    |        |
| With             | 9  | Sole Dispositive   | 65,500 |
|                  | 10 | Shared Dispositive | 96,100 |

11 Aggregate Amount Beneficially owned 161,600

12 Check if Aggregate Amount (11) Excludes Certain Shares

13 Percent of Class Represented by amount in row (11) 0.2 %

14 Type of Reporting Person IN

1 Name of Reporting Person First Amended and Restated  
Declaration of Trust of Tamra F. Gould

2 If a member group a) / /

b) /X/

3 SEC Use only

4 Source of Funds AF

5 Check if Disclosure

6 Citizenship U.S.A.

|                  |   |             |  |
|------------------|---|-------------|--|
| Number of Shares | 7 | Sole Voting |  |
|------------------|---|-------------|--|

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|                               |  |                    |        |
|-------------------------------|--|--------------------|--------|
| Beneficially<br>Owned By Each | 8  | Shared Voting      | 96,100 |
| Reporting Person<br>With      | 9  | Sole Dispositive   |        |
|                               | 10   | Shared Dispositive | 96,100 |
| 11                            | Aggregate Amount Beneficially owned                    |                    | 96,100 |
| 12                            | Check if Aggregate Amount (11) Excludes Certain Shares |                    |        |
| 13                            | Percent of Class Represented by amount in row (11)     | 0.12               | %      |
| 14                            | Type of Reporting Person                               |                    | 00     |

There are no changes to the Schedule 13D, as amended except as set forth in this fourth amendment.

Item 3. Source and Amount of Funds or Other Consideration

Howard Amster, in his personal and individual retirement accounts purchased an additional 25,000 common shares with personal funds without borrowing. The total consideration for these purchases is \$ 27,605.

Item 4. Purpose of Transaction

The following member group decreased their holdings and ceased to be beneficial owners of more than five percent of the common stock of Fremont General Corporation.

Howard Amster  
Amster Trading Company  
Amster Trading Company Charitable Remainder Unitrusts  
Tamra F. Gould  
First Amended and Restated Declaration of Trust of Tamra F. Gould

Item 5. Interest in Securities of the Issuer

The outstanding common shares of the Issuer is 79,630,085 shares as of October 31, 2007 referenced in the 10-Q for period ending September 30, 2007.

(a) (b) The aggregate amount owned by this Reporting Group is 3,966,450 shares or 4.98 % of the outstanding shares.

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Howard Amster in his name and individual retirement accounts owns 289,653 shares or 0.37 % of the common outstanding shares.

Amster Trading Company owns 1,864,769 shares or 2.34 % of the common outstanding shares.

Amster Trading Company Charitable Remainder Unitrusts own 1,650,428 shares or 2.07 % of the common outstanding shares.

Tamra F. Gould in her individual retirement account owns 65,500 common shares or 0.08 % of the common outstanding shares.

First Amended and Restated Declaration of Trust of Tamra F. Gould owns 96,100 or 0.12 % of the common outstanding shares.

### c) Description of Transactions

Executed on a listed stock exchange or over the counter with Trimark or as shown with Bear, Stearns Securities Corp. (Bear)

#### Buys

| Identity   | Date     | Shares | Price |
|--|----------|--------|-------|
| Howard Amster and various Individual Retirement Accounts | 02/29/08 | 10,000 | 1.505 |
|  | 02/29/08 | 15,000 | .8324 |

#### Sells

| Identity   | Date     | Shares  | Price  |
|--|----------|---------|--------|
| Howard Amster and various Individual Retirement Accounts       | 02/27/08 | 156,800 | 2.6981 |
|  | 02/28/08 | 357,000 | 2.4685 |
|  | 03/12/08 | 15,000  | .6638  |
| Howard M Amster 2005 Charitable Remainder Unitrust             | 03/03/08 | 81,100  | .7404  |
|  | 03/12/08 | 10,055  |        |
| Howard Amster and Tamra F. Gould Charitable Remainder Unitrust | 03/12/08 | 95,292  | .6638  |
| Amster Limited Partnership                                     | 03/12/08 | 18,100  | .6638  |
| Amster Trading Company   | 03/12/08 | 55,317  | .6638  |
| Amster Trading   | 03/12/08 | 6,236   | .6638  |

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Company Charitable            03/13/08            500,000            .6474  
Remainder Unitrusts

e)            The Member Group ceased to be  
beneficial owners of more than five percent of  
Fremont General Corporation common stock  
on March 13, 2008.

Howard Amster  
Amster Trading Company  
Amster Trading Company Charitable Remainder Unitrusts  
Tamra F. Gould  
1st Amended and Restated Declaration of Tamra F. Gould

Signature            After reasonable inquiry and to the best of our knowledge  
and belief, we certify that the information set forth in this  
statement is true, complete and correct.

Date:                March 13, 2008

/s/  
Howard Amster

/s/  
Amster Trading Company  
By:            Howard Amster  
Title:        President

/s/  
Amster Trading Company Charitable Remainder Unitrusts  
By:            Howard Amster  
Title:        Trustee

/s/  
Tamra F. Gould

/s/  
First Amended and Restated Declaration  
of Trust of Tamra F. Gould  
By:            Tamra F. Gould  
Title:        Trustee