

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

PEAK INTERNATIONAL LTD
Form SC 13D/A
August 07, 2006

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

PEAK INTERNATIONAL LIMITED

(Name of Issuer)

Common Stock

(Title of Class of Securities)

G69586108

(CUSIP Number)

Guy W. Adams
GWA Capital Partners LLC
55 South Lake Avenue, Suite 720
Pasadena, California 91101
(626) 486-0350

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

August 3, 2006

(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 that is the subject of this Schedule 13D, and is filing this schedule because of ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule ss.240.13d-7 for other parties to whom 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 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).

Continued on following page(s)
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SCHEDULE 13D

CUSIP No. G69586108

Page 2 of 7 Pages

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

MOUND FUND, LP

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

- 3 SEC Use Only
4 Source of Funds (See Instructions)

WC

- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)

- 6 Citizenship or Place of Organization

DELAWARE

| | | |
|--------------|----|--------------------------|
| Number of | 7 | Sole Voting Power |
| Shares | | 412,400 |
| Beneficially | 8 | Shared Voting Power |
| Owned By | | 0 |
| Each | 9 | Sole Dispositive Power |
| Reporting | | 412,400 |
| Person | 10 | Shared Dispositive Power |
| With | | 0 |

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person

412,400

- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

- 13 Percent of Class Represented By Amount in Row (11)

3.3%

- 14 Type of Reporting Person (See Instructions)

PN

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Page 3 of 7 Pages

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

GWA CAPITAL PARTNERS LLC

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

- 3 SEC Use Only

- 4 Source of Funds (See Instructions)

WC

- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)

- 6 Citizenship or Place of Organization

DELAWARE

| | | |
|--------------|----|--------------------------|
| Number of | 7 | Sole Voting Power |
| Shares | | 512,400 |
| Beneficially | 8 | Shared Voting Power |
| Owned By | | 0 |
| Each | 9 | Sole Dispositive Power |
| Reporting | | 512,400 |
| Person | 10 | Shared Dispositive Power |
| With | | 0 |

- 11 Aggregate Amount Beneficially Owned by Each Reporting Person

512,400

- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

- 13 Percent of Class Represented By Amount in Row (11)

4.1%

- 14 Type of Reporting Person (See Instructions)

IA;OO

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

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GUY W. ADAMS

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

3 SEC Use Only

4 Source of Funds (See Instructions)

WC

5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)

6 Citizenship or Place of Organization

UNITED STATES

| | | | |
|---|----|--------------------------|---------|
| Number of Shares | 7 | Sole Voting Power | 512,400 |
| Beneficially Owned By Each Reporting Person | 8 | Shared Voting Power | 0 |
| With | 9 | Sole Dispositive Power | 512,400 |
| | 10 | Shared Dispositive Power | 0 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person

512,400

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13 Percent of Class Represented By Amount in Row (11)

4.1%

14 Type of Reporting Person (See Instructions)

IN;HC

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This Amendment No.3 to Schedule 13D relates to the shares of common stock, \$0.01 par value per share (the "Shares"), of Peak International Limited, a Bermuda exempted company with limited liability (the "Issuer"). This Amendment No.3 supplementally amends the initial statement on Schedule 13D, filed September 30, 2005 by the Reporting Persons (as defined below).

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Item 1. Security and Issuer.

This Statement relates to the Shares. The address of the principal executive office of the Issuer is 38507 Cherry Street, Unit G, Newark, CA 94560.

Item 5. Interest in Securities of the Issuer.

According to information filed by the Issuer with the Securities and Exchange Commission on July 28, 2006, in its Schedule 14A, the number of Shares outstanding was 12,420,389 as of the close of business on July 13, 2006.

(a) (i) Mound Fund, LP ("Mound") may be deemed to be the beneficial owner of 412,400 Shares, or 3.3% of the Shares outstanding.

(ii) GWA Capital Partners LLC ("GWA Capital Partners") may be deemed to be the beneficial owner of 512,400 Shares, or 4.1% of the Shares outstanding.

(iii) Mr. Guy W. Adams ("Mr. Adams") may be deemed to be the beneficial owner of 512,400 Shares, or 4.1% of the Shares outstanding.

(b) (i) Mound may be deemed to have sole power to direct the voting and disposition of 412,400 Shares.

(ii) GWA Capital Partners may be deemed to have sole power to direct the voting and disposition of 512,400 Shares held for the accounts of Mound and GWA Master Fund, L.P. ("GWA Master Fund"), with respect to which GWA Capital Partners serves as general partner, and GWA Investments LLC ("GWA Investments"), with respect to which GWA Capital Partners serves as managing member.

(iii) Mr. Adams, in his capacity as managing member of GWA Capital Partners, may be deemed to have sole power to direct the voting and disposition of 512,400 Shares held for the accounts of Mound and GWA Master Fund, with respect to which GWA Capital Partners serves as general partner, and GWA Investments, with respect to which GWA Capital Partners serves as managing member.

(c) Except as set forth in Annex A hereto, there have been no transactions with respect to the Shares during the sixty days prior to the date of this Statement on Schedule 13D/A by the Reporting Persons.

(d) None.

(e) The Reporting Persons ceased to be the beneficial owner of more than five percent of the Issuer's outstanding Shares on August 3, 2006.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in this

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Statement is true, complete and correct.

Date: August 7, 2006

MOUND FUND, LP

By: GWA Capital Partners, LLC,
Its General Partner

By: /s/ Guy W. Adams

Name: Guy W. Adams
Title: Managing Member

Date: August 7, 2006

GWA CAPITAL PARTNERS LLC

By: /s/ Guy W. Adams

Name: Guy W. Adams
Title: Managing Member

Date: August 7, 2006

GUY W. ADAMS

/s/ Guy W. Adams

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ANNEX A

RECENT TRANSACTIONS IN THE SECURITIES OF
PEAK INTERNATIONAL LIMITED

| For the Account of | Date of Transaction | Nature of Transaction | Number of Securities | Price per Share |
|--------------------|------------------------|--------------------------|-------------------------|--------------------|
| ----- | ----- | ----- | ----- | ----- |
| Mound Fund, LP | August 3, 2006 | Open Market Sale | 100,000 Shares | \$3.26 |