

CHIPMOS TECHNOLOGIES BERMUDA LTD
Form SC 13G/A
February 13, 2007

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ChipMOS TECHNOLOGIES (placeBermuda) LTD.
(Name of Issuer)

Common Shares, par value \$0.01 per share
(Title of Class of Securities)

G2110R106
(CUSIP Number)

December 31, 2006
(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 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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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge International LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a) [X]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands, British West Indies

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

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

[]

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
OO

** SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge Capital Corporation

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a) [X]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands, British West Indies

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
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OWNED BY

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REPORTING 0

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[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge Capital L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a)

(b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

OWNED BY 1.75% Convertible Senior Notes due 2009 convertible into
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EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

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IN ROW (9) EXCLUDES CERTAIN SHARES **

(11) PERCENT OF CLASS REPRESENTED

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BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
PN

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge Master L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a)

(b)

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands, British West Indies

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock
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OWNED BY

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REPORTING 0

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(10) CHECK BOX IF THE AGGREGATE AMOUNT

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IN ROW (9) EXCLUDES CERTAIN SHARES **

[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
PN

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge GP, Ltd.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a) [X]
(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands, British West Indies

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

OWNED BY

EACH (7) SOLE DISPOSITIVE POWER
0

REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

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4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into

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7,165,605 shares of Common Stock

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IN ROW (9) EXCLUDES CERTAIN SHARES **

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(11) PERCENT OF CLASS REPRESENTED
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14.06%

(12) TYPE OF REPORTING PERSON **
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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge GP, LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a) [X]

(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
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1.75% Convertible Senior Notes due 2009 convertible into
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BY EACH REPORTING PERSON

3.375% Convertible Senior Notes due 2011 convertible into

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4,087,591 shares of Common Stock

1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

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BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Highbridge Capital Management, LLC

20-1901985

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **

(a) [X]

(b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
3.375% Convertible Senior Notes due 2011 convertible into
4,087,591 shares of Common Stock

OWNED BY (6) 1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

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REPORTING 0

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1.75% Convertible Senior Notes due 2009 convertible into
7,165,605 shares of Common Stock

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BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Glenn Dubin

(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

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
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PERSON WITH (8) SHARED DISPOSITIVE POWER
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14.06%

(12) TYPE OF REPORTING PERSON **
IN

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(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Henry Swieca

(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

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
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OWNED BY 1.75% Convertible Senior Notes due 2009 convertible into
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REPORTING 0

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PERSON WITH (8) SHARED DISPOSITIVE POWER
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IN ROW (9) EXCLUDES CERTAIN SHARES **

[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
14.06%

(12) TYPE OF REPORTING PERSON **
IN

** SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. G2110R106

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This Amendment No. 1 (this "Amendment") amends the statement on Schedule 13G filed on September 28, 2006 (as amended, the "Schedule 13G") with respect to shares of Common Stock, par value \$0.01 per share ("Common Stock") of ChipMOS TECHNOLOGIES (Bermuda) LTD., a Bermuda corporation (the "Company"). Capitalized terms used herein and not otherwise defined in this Amendment have the meanings set forth in the Schedule 13G. This Amendment amends and restates Item 4 in its entirety as set forth below.

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:

As of the date of this filing, each Reporting Person may be deemed the beneficial owner of (i) 3.375% Convertible Senior Notes due 2011 convertible into 4,087,591 shares of Common Stock and (ii) 1.75% Convertible Senior Notes due 2009, convertible into 7,165,605 Common Shares issuable to Highbridge International LLC.

Highbridge International LLC is a subsidiary of Highbridge Master L.P. Highbridge Capital Corporation and Highbridge Capital L.P. are limited partners of Highbridge Master L.P. Highbridge GP, Ltd. is the General Partner of Highbridge Master L.P. Highbridge GP, LLC is the General Partner of Highbridge Capital L.P. Highbridge Capital Management, LLC is the trading manager of

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Highbridge Capital Corporation, Highbridge Capital L.P., Highbridge International LLC and Highbridge Master L.P. Glenn Dubin is a Co-Chief Executive Officer of Highbridge Capital Management, LLC. Henry Swieca is a Co-Chief Executive Officer of Highbridge Capital Management, LLC. The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of Common Shares owned by another Reporting Person. In addition, each of Highbridge Master L.P., Highbridge Capital Corporation, Highbridge Capital L.P., Highbridge GP, Ltd., Highbridge GP, LLC, Highbridge Capital Management, LLC, Glenn Dubin and Henry Swieca disclaims beneficial ownership of Common Shares owned by Highbridge International LLC.

(b) Percent of class:

The Company's Report of Foreign Private Issuer on Form 6-K that was filed on November 6, 2006, indicates there were 68,787,000 Common Shares outstanding as of September 30, 2006. Therefore, based on the Company's outstanding Common Shares and the Common Shares issuable upon the conversion of the 1.75% Convertible Senior Notes due 2009 and the 3.375% Convertible Senior Notes due 2011, issued by the Company, the Reporting Persons may be deemed to beneficially own approximately 14.06% of the outstanding Common Shares of the Company. The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of shares of Common Shares owned by another Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

0

(ii) Shared power to vote or to direct the vote

See Item 4(a)

(iii) Sole power to dispose or to direct the disposition of

0

(iv) Shared power to dispose or to direct the disposition of

See Item 4(a)

CUSIP No. G2110R106

13G/A

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SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information with respect to it set forth in this statement is true, complete, and correct.

Dated: February 13, 2007

HIGHBRIDGE INTERNATIONAL LLC

HIGHBRIDGE CAPITAL L.P.

By: Highbridge Capital Management, LLC

By: Highbridge GP, LLC

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its Trading Manager

its General Partner

By: /s/ Carolyn Rubin

By: /s/ Clive Harris

Name: Carolyn Rubin
Title: Managing Director

Name: Clive Harris
Title: Director

HIGHBRIDGE CAPITAL CORPORATION

HIGHBRIDGE GP, LTD.

By: Highbridge Capital Management, LLC
its Trading Manager

By: /s/ Clive Harris

Name: Clive Harris
Title: Director

By: /s/ Carolyn Rubin

Name: Carolyn Rubin
Title: Managing Director

HIGHBRIDGE MASTER L.P.

HIGHBRIDGE CAPITAL MANAGEMENT, LLC

By: Highbridge GP, Ltd.
its General Partner

By: /s/ Carolyn Rubin

Name: Carolyn Rubin
Title: Managing Director

By: /s/ Clive Harris

Name: Clive Harris
Title: Director

HIGHBRIDGE GP, LLC

By: /s/ Clive Harris

Name: Clive Harris
Title: Director

/s/ Henry Swieca

HENRY SWIECA

/s/ Glenn Dubin

GLENN DUBIN