ASE TEST LTD Form SC 13G/A February 14, 2003

> SCHEDULE 13G (Rule 13d-102)

Information Statement Pursuant to Rules 13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2(b)

> SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Under the Securities Exchange Act of 1934 (Amendment No. 2)

> ASE Test Limited (Name of Issuer)

Ordinary Shares par value \$0.25 per share (Title of Class of Securities)

> Y02516 10 5 (CUSIP Number)

December 31, 2002

(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)

|X| Rule 13d-1(d)

CUSIP No. Y02516 10 5

13G

Page 1 of 7 Pages

1. NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

J&R Holding Limited

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) |_|

(b) |X|

3.	SEC USE ONL	 Y					
4.	CITIZENSHIP Bermuda	OR PLACE	OF ORGANIZATION				
		5.	SOLE VOTING POWER	38,902,740			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		6.	SHARED VOTING POWER	-0-			
REP P	ORTING ERSON WITH	7.	SOLE DISPOSITIVE POWER	38,902,740			
		8.	SHARED DISPOSITIVE POWER	-0-			
9.	AGGREGATE AI 38,902,740	MOUNT BEN	EFICIALLY OWNED BY EACH REF	PORTING PERSON			
10.	CHECK BOX I		REGATE AMOUNT IN ROW (9) EX	KCLUDES			
11.	PERCENT OF	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 39.3%					
12.	TYPE OF REP	ORTING PE	RSON				
			2				
CUSIP	No. Y02516 10	5	13G	Page 2 of 7 Pages			
1.	NAME OF REPO		RSON IFICATION NO. OF ABOVE PERS	SON (ENTITIES ONLY)			
	ASE Holding	Limited					
2.	CHECK THE A	PPROPRIAT	E BOX IF A MEMBER OF A GROU	JP (a) _ (b) X			

3.	SEC USE ONLY	<u>'</u>				
4.	CITIZENSHIP	OR PLACE	OF ORGANIZATION			
		5.	SOLE VOTING POWER	11,148,000		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		6.	SHARED VOTING POWER	-0-		
REPORT: PERSO WITH	ING ON	7.	SOLE DISPOSITIVE POWER	11,148,000		
		8.	SHARED DISPOSITIVE POWER	-0-		
9.	AGGREGATE AM	MOUNT BEN	EFICIALLY OWNED BY EACH REP	ORTING PERSON		
10.	CHECK BOX IF		REGATE AMOUNT IN ROW (9) EX	CLUDES		
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11.3%					
12.	TYPE OF REPO	PRTING PE	RSON			
			3			
CUSIP No	. Y02516 10 5	5	13G	Page 3 of 7 Pages		
1.	NAME OF REPO		RSON IFICATION NO. OF ABOVE PERSO	ON (ENTITIES ONLY)		
	Advanced Semiconductor Engineering, Inc.					
2.	CHECK THE AF	PROPRIAT	E BOX IF A MEMBER OF A GROU			

3.	SEC USE ONL	Y				
4.	CITIZENSHIP	OR PLACI	E OF ORGANIZATION			
	Taiwan, Rep	ublic of	China			
		5.	SOLE VOTING POWER	50,050,740		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6.	SHARED VOTING POWER	-0-		
		7.	SOLE DISPOSITIVE POWER	50,050,740		
		8.	SHARED DISPOSITIVE POWER	-0-		
	50,050,740		NEFICIALLY OWNED BY EACH RE			
10.	CHECK BOX II		GREGATE AMOUNT IN ROW (9) E	XCLUDES		
11.	PERCENT OF (CLASS REI	PRESENTED BY AMOUNT IN ROW	(9)		
	50.5%					
12.	TYPE OF REP	ORTING PI	ERSON			
	CO					
			4			
CUSIP No	. Y02516 10 S	5	13G	Page 4 of 7 Pages		
1.	NAME OF REPOSION		ERSON FIFICATION NO. OF ABOVE PER	SON (ENTITIES ONLY)		
	ASE Enterprises Limited					
2.	CHECK THE A	PPROPRIA:	IE BOX IF A MEMBER OF A GRO	UP (a) _ (b) X		

4. CITIZENSHIP OR PLACE OF ORGANIZATION Hong Kong 5. SOLE VOTING POWER -0- NUMBER OF SHARES BERNETICIALLY 6. SHARED VOTING POWER 50,050,740 OWNED BY EACH REPORTING PERSON 7. SOLE DISPOSITIVE POWER -0- WITH 8. SHARED DISPOSITIVE POWER 50,050,740 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 50,050,740 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 1_1 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) AIRTHUR Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 1					
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S. SOLE VOTING POWER -0- NUMBER OF SHARES BENEFICIALLY 6. SHARED VOTING POWER 50,050,740 ONNED BY EACH REPORTING PERSON 7. SOLE DISPOSITIVE POWER -0- WITH 8. SHARED DISPOSITIVE POWER 50,050,740 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 50,050,740 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		Hong Kong			
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REPORTING PERSON 7. SOLE DISPOSITIVE POWER -0- WITH 8. SHARED DISPOSITIVE POWER 50,050,740 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 50,050,740 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 1_1 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)					
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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 50,050,740 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES - 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) -					
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50,050,740 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _		ACCDECATE A	MOUNT DE	MEETCIALLY OWNED DY EACH DED	ODTING DEDGON
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES - 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) -	9.		MOONI BE	NEFICIALLI OWNED DI EACH REF	ORIING FERSON
CERTAIN SHARES _ 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO		50,050,740			
CERTAIN SHARES _ 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO	10.	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (9) EX	CLUDES
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _				• •	
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 50.5% 12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					· -
12. TYPE OF REPORTING PERSON CO 5 CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _	11.	PERCENT OF	CLASS RE		
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _		50.5%			
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _	12.	TYPE OF REP	ORTING P	ERSON	
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _		CO			
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					
CUSIP No. Y02516 10 5 13G Page 5 of 7 Pages 1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					
1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _				5	
1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					
1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _	CUSIP	No. Y02516 10	5	13G	Page 5 of 7 Pages
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _					
Aintree Limited 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _	1.				ON (FINELETTIC ONLY)
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _		S.S. OR I.R	s. IDEN	IIFICATION NO. OF ABOVE PERS	ON (ENTITIES ONLY)
		Aintree Lim	ited 		
	2.	CHECK THE A	PPROPRIA	TE BOX IF A MEMBER OF A GROU	

3.	SEC USE ON	ILY					
4.	CITIZENSHI	P OR PLACE	OF ORGANIZATION				
	British Vi	rgin Islan	ds				
NUM		5.	SOLE VOTING POWER	-0-			
SI BENEI OV	NUMBER OF - SHARES BENEFICIALLY OWNED		SHARED VOTING POWER	50,050,740			
REP(EACH DRTING ERSON VITH	7.	SOLE DISPOSITIVE POWER	-0-			
		8.	SHARED DISPOSITIVE POWER	50,050,740			
9.	AGGREGATE	AMOUNT BEN	EFICIALLY OWNED BY EACH RE	PORTING PERSON			
	50,050,740)					
10.	CHECK BOX CERTAIN SH		REGATE AMOUNT IN ROW (9) E	::::::::::::::::::::::::::::::::::::::			
11.	PERCENT OF	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	50.5%						
12.	TYPE OF RE	TYPE OF REPORTING PERSON					
	CO						
			6				
CUSIP	No. Y02516 10) 5	13G	Page 6 of 7 Pages			
1.	NAME OF RE S.S. OR I.		RSON IFICATION NO. OF ABOVE PEF	RSON (ENTITIES ONLY)			
	Jason C.S.	Jason C.S. Chang					
2.	CHECK THE	APPROPRIAT	E BOX IF A MEMBER OF A GRO				

3.	SEC USE ONLY	ζ				
4.	 CITIZENSHIP	OR PLACI	E OF ORGANIZATION			
	Taiwan, Repu	ablic of	China			
		5.	SOLE VOTING POWER	2,063,908		
NUMBER SHAR						
BENEFIC	IALLY	6.	SHARED VOTING POWER	50,050,740		
OWNE BY EA						
REPORT PERS		7.	SOLE DISPOSITIVE POWER	2,063,908		
WIT	H					
		8.	SHARED DISPOSITIVE POWER	50,050,740		
9.	AGGREGATE AN	MOUNT BEI	NEFICIALLY OWNED BY EACH REPO	RTING PERSON		
	52,114,648					
1.0	CUECK DOX II		GREGATE AMOUNT IN ROW (9) EXC	I IIDEC		
10.	CERTAIN SHAF		GREGATE AMOUNT IN ROW (9) EAC			
				_		
11.	PERCENT OF (CLASS REI	PRESENTED BY AMOUNT IN ROW (9)		
	52.6%					
12.	TYPE OF REPORTING PERSON					
	IN					
			7			
			7			
CUSIP No	. Y02516 10 5	5	13G	Page 7 of 7 Pages		
1.	NAME OF REPO		ERSON FIFICATION NO. OF ABOVE PERSO	N (ENTITIES ONLY)		
	Chang Yao Hu	ıng-yinq				
2.			 TE BOX IF A MEMBER OF A GROUP	 (a) _		
		,		(b) X		

3.	SEC USE ONLY				
4.	 CITIZENSHIP	OR PLAC	E OF ORGANIZATION		
	Taiwan, Repu	blic of	China		
		5.	SOLE VOTING POWER	83,012	
NUMBER OF SHARES BENEFICIALLY OWNED		6.	SHARED VOTING POWER	50,050,740	
BY EACH REPORTING PERSON WITH			SOLE DISPOSITIVE POWER		
			SHARED DISPOSITIVE POWER		
9.			NEFICIALLY OWNED BY EACH REPOR		
	50,133,752				
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES _				
11.			PRESENTED BY AMOUNT IN ROW (9)		
	50.6%				
12.	TYPE OF REPC	RTING P	ERSON		
	IN				
			8		

Item 1(a). Name of Issuer:
ASE Test Limited (the "Company")

Item 1(b). Address of Issuer's Principal Executive Offices:

10 West Fifth Street Nantze Export Processing Zone Kaohsiung, Taiwan Republic of China

Item 2(a). Name of Person Filing:

J&R Holding Limited ("J&R Holding"), ASE Holding Limited ("ASE Holding"), Advanced Semiconductor Engineering Inc. ("ASE Inc."), ASE Enterprises Limited ("ASEE"), Aintree Limited ("Aintree"), Jason C.S. Chang, Chang Yao Hung-ying.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The business address of J&R Holding is: Cedar House, 41 Cedar Avenue, Hamilton, Bermuda HM12

The business address of ASE Holding is: Cedar House, 41 Cedar Avenue, Hamilton, Bermuda HM12

The business address of ASE Inc. is: 26 Chin Third Road, Nantze Export Processing Zone, Kaohsiung, Taiwan, Republic of China.

The business address of ASEE is: 1408 Worldwide House, 19 Des Voeux Road Central, Central, Hong Kong.

The address of the registered office of Aintree is: P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands.

The business address of Jason C.S. Chang is: Room 1901, World Trade Center, International Trade Building, 19/F, 333 Keelung Road, Sec. 1, Taipei, Taiwan, Republic of China.

The business address of Chang Yao Hung-ying is: 10th Floor, No. 420 Keelung Road, Section 1, Taipei, Taiwan, republic of China.

Item 2(c). Citizenship:

J&R Holding is incorporated under the laws of Bermuda.

ASE Holding is incorporated under the laws of Bermuda.

ASE Inc. is incorporated under the laws of Taiwan, Republic of China.

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ASEE is incorporated under the laws of Hong Kong.

Aintree is a company organized under the laws of the British Virgin Islands.

Jason C.S. Chang is a citizen of Taiwan, Republic of China.

Chang Yao Hung-ying is a citizen of Taiwan, Republic of China.

Item 2(d). Title of Class of Securities:

This statement relates to the Company's ordinary shares, par value \$0.25 per share ("Shares").

Item 2(e). CUSIP Number:

Y02516 10 5

Item 3. If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or

- (c), Check Whether the Person Filing 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);
- (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 Investment Company Act;
- (j) $|_|$ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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Item 4. Ownership.

(a), (b) and (c)

J&R Holding owns 38,902,740 Shares, representing approximately 39.3% of the outstanding Shares. J&R Holding has sole power to vote and to dispose of 38,902,740 Shares.

ASE Holding owns 11,148,000 Shares, representing approximately 11.3% of the outstanding Shares. ASE Holding has sole power to vote and to dispose of 11,148,000 Shares.

ASE Inc., through its 100% ownership of J&R Holding and ASE Holding, beneficially owns 50,050,740 Shares, representing approximately 50.5% of the outstanding Shares. In effect, ASE Inc. has sole power to vote and to dispose of 50,050,740 Shares.

ASEE beneficially owns 50,050,740 Shares through ASE Inc., representing 50.5% of the outstanding Shares. ASEE owns 19.3% of ASE Inc. In effect, ASEE has shared power to vote and to dispose of 50,050,740 Shares.

Aintree beneficially owns 50,050,740 Shares through ASEE, representing 50.5% of the outstanding Shares. Aintree holds 100% of ASEE in trust for the benefit of Chang Yao Hung-ying and Jason C.S. Chang. The sole shareholder and sole director of Aintree is Jason C.S. Chang. In effect, Aintree has shared power to vote and to dispose of 50,050,740 Shares.

Jason C.S. Chang beneficially owns 52,114,648 Shares through ASEE and Aintree and direct ownership of shares and convertible options, representing 52.6% of the outstanding Shares. Jason C.S. Chang, in addition to the Shares he

beneficially owns through ASEE and Aintree, directly owns 183,908 Shares. Furthermore, under the Company's share option plans, Jason C.S. Chang owns options convertible into 1,880,000 Shares. In effect, Jason C.S. Chang has sole power to vote and dispose of 2,063,908 Shares and shared power to vote and dispose of 50,050,740 Shares.

Chang Yao Hung-ying beneficially owns 50,050,740 Shares through Aintree and ASEE and direct ownership of Shares and convertible options, representing 50.6% of the outstanding Shares. Chang Yao Hung-ying, in addition to the Shares she beneficially owns through Aintree and ASEE, directly owns 3,012 Shares. Furthermore, under the Company's share option plans, Chang Yao Hung-ying owns options convertible into 80,000 Shares. In effect, Chang Yao Hung-ying has sole power to vote and to dispose of 83,012 Shares and shared power to vote and dispose of 50,050,740 Shares.

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. []

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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.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

Not applicable.

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SIGNATURES

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

J&R HOLDING LIMITED

By: /s/ Joseph Tung

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Name: JOSEPH TUNG Title: Director

ASE HOLDING LIMITED

By: /s/ Joseph Tung

Name: JOSEPH TUNG Title: Director

ADVANCED SEMICONDUCTOR ENGINEERING, INC.

By: /s/ Joseph Tung

Name: JOSEPH TUNG Title: Director

ASE ENTERPRISES LIMITED

By: /s/ Chien-Shen Chang

Name: CHIEN-SHEN CHANG

Title: Director

AINTREE LIMITED

By: /s/ Jason C.S. Chang

Name: JASON C.S. CHANG

Title: Director

By: /s/ Jason C.S. Chang

Name: JASON C.S. CHANG

By: /s/ Chang Yao Hung-Ying

Name: CHANG YAO HUNG-YING