

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

PEAK INTERNATIONAL LTD  
Form SC 13D/A  
May 16, 2006

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

SCHEDULE 13D/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 2)\*

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)

MAY 12, 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.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

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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<br>Shares<br>Beneficially<br>Owned By<br>Each<br>Reporting<br>Person<br>With | 7  | Sole Voting Power<br>602,400      |
|                                                                                        | 8  | Shared Voting Power<br>0          |
|                                                                                        | 9  | Sole Dispositive Power<br>602,400 |
|                                                                                        | 10 | Shared Dispositive Power<br>0     |

11 Aggregate Amount Beneficially Owned by Each Reporting Person  
602,400

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)  
4.9%

14 Type of Reporting Person (See Instructions)

PN

CUSIP NO. G69586108

PAGE 3 OF 7 PAGES

1 Names of Reporting Persons.

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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<br>Shares<br>Beneficially<br>Owned By<br>Each<br>Reporting<br>Person<br>With | 7  | Sole Voting Power<br>702,400      |
|                                                                                        | 8  | Shared Voting Power<br>0          |
|                                                                                        | 9  | Sole Dispositive Power<br>702,400 |
|                                                                                        | 10 | Shared Dispositive Power<br>0     |

11 Aggregate Amount Beneficially Owned by Each Reporting Person

702,400

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)

5.7%

14 Type of Reporting Person (See Instructions)

IA;00

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PAGE 4 OF 7 PAGES

1 Names of Reporting Persons.

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I.R.S. Identification Nos. of above persons (entities only).

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<br>Shares<br>Beneficially<br>Owned By<br>Each<br>Reporting<br>Person<br>With | 7<br><br>8<br><br>9<br><br>10 | Sole Voting Power<br>702,400<br><br>Shared Voting Power<br>0<br><br>Sole Dispositive Power<br>702,400<br><br>Shared Dispositive Power<br>0 |
|----------------------------------------------------------------------------------------|-------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|

11 Aggregate Amount Beneficially Owned by Each Reporting Person

702,400

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)

5.7%

14 Type of Reporting Person (See Instructions)

IN;HC

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This Amendment No.2 to Schedule 13D relates to the shares of common stock,

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\$0.01 par value per share (the "Shares"), of Peak International Limited, a Bermuda exempted company with limited liability (the "Issuer"). This Amendment No.2 supplementally amends the initial statement on Schedule 13D, filed September 30, 2005 by the Reporting Persons (as defined below).

### 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 in its most recent quarterly report on Form 10Q, the number of Shares outstanding was 12,420,389 as of the close of business on February 7, 2006.

- (a)
  - (i) Mound Fund, LP ("Mound") may be deemed to be the beneficial owner of 602,400 Shares, or 4.9% of the Shares outstanding.
  - (ii) GWA Capital Partners LLC ("GWA Capital Partners") may be deemed to be the beneficial owner of 702,400 Shares, or 5.7% of the Shares outstanding.
  - (iii) Mr. Guy W. Adams ("Mr. Adams") may be deemed to be the beneficial owner of 702,400 Shares, or 5.7% of the Shares outstanding.
- (b)
  - (i) Mound may be deemed to have sole power to direct the voting and disposition of 602,400 Shares.
  - (ii) GWA Capital Partners may be deemed to have sole power to direct the voting and disposition of 702,400 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 702,400 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 effected with respect to the Shares by any of the Reporting Persons.
- (d) None.
- (e) Not applicable.

### 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 Statement is true, complete and correct.

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Date: May 16, 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: May 16, 2006

GWA CAPITAL PARTNERS LLC

By: /s/ Guy W. Adams

-----  
Name: Guy W. Adams  
Title: Managing Member

Date: May 16, 2006

GUY W. ADAMS

/s/ Guy W. Adams  
-----

ANNEX A

RECENT TRANSACTIONS IN THE SECURITIES OF  
PEAK INTERNATIONAL LIMITED

| FOR THE ACCOUNT OF<br>----- | Date of<br>TRANSACTION<br>----- | Nature of<br>TRANSACTION<br>----- | Number of<br>-----<br>SECURITIES | PRICE<br>----- |
|-----------------------------|---------------------------------|-----------------------------------|----------------------------------|----------------|
| Mound Fund, LP              | March 29, 2006                  | Open Market Sale                  | 20,000 Shares                    | \$             |
| Mound Fund, LP              | March 31, 2006                  | Open Market Sale                  | 25,000 Shares                    | \$             |
| Mound Fund, LP              | April 11, 2006                  | Open Market Sale                  | 22,600 Shares                    | \$             |
| Mound Fund, LP              | April 13, 2006                  | Open Market Sale                  | 15,400 Shares                    | \$             |
| Mound Fund, LP              | April 18, 2006                  | Open Market Sale                  | 11,000 Shares                    | \$             |
| Mound Fund, LP              | April 19, 2006                  | Open Market Sale                  | 11,500 Shares                    | \$             |
| Mound Fund, LP              | April 20, 2006                  | Open Market Sale                  | 10,000 Shares                    | \$             |
| Mound Fund, LP              | May 12, 2006                    | Open Market Sale                  | 55,000 Shares                    | \$             |

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|                |              |                  |               |    |
|----------------|--------------|------------------|---------------|----|
| Mound Fund, LP | May 15, 2006 | Open Market Sale | 16,400 Shares | \$ |
| Mound Fund, LP | May 16, 2006 | Open Market Sale | 33,000 Shares | \$ |