

AMKOR TECHNOLOGY INC

Form 8-K

May 15, 2006

Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K
CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
Date of Report (Date of earliest event reported)
May 15, 2006 (May 10, 2006)

AMKOR TECHNOLOGY, INC.
(Exact name of registrant as specified in its charter)

DELAWARE

000-29472

23-1722724

(State or Other Jurisdiction of
Incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

1900 SOUTH PRICE ROAD
CHANDLER, AZ 85248

(Address of Principal Executive Offices, including Zip Code)

(480) 821-5000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

TABLE OF CONTENTS

ITEM 1.01 Entry into a Material Definitive Agreement

ITEM 8.01 Other Events

ITEM 9.01 Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

Exhibit 1.1

Exhibit 1.2

Exhibit 99.1

Exhibit 99.2

Exhibit 99.3

Table of Contents**ITEM 1.01 Entry into a Material Definitive Agreement**

On May 11, 2006, Amkor Technology, Inc., a Delaware corporation (Amkor), announced the pricing of an offering of \$400 million aggregate principal amount of its 9.25% senior notes due 2016 (the Senior Notes) and of an offering of \$190 million aggregate principal amount of its 2.50% convertible senior subordinated notes due 2011 (with an additional \$28.5 million should the underwriter's option to purchase additional notes be fully exercised) (the

Convertible Senior Subordinated Notes). The issue price of each of the Senior Notes and the Convertible Senior Subordinated Notes is 100%, and the offering of each of the Senior Notes and the Convertible Senior Subordinated Notes is expected to close on May 26, 2006, subject to customary closing conditions. The completion of the Senior Notes offering and the completion of the Convertible Senior Subordinated Notes offering are conditioned on each other.

Amkor has entered into an Underwriting Agreement with Citigroup Global Markets Inc. in connection with the offering of the Senior Notes (the Senior Notes Underwriting Agreement) and has included the Senior Notes Underwriting Agreement as Exhibit 1.1 to this filing. Amkor has also entered into an Underwriting Agreement with Citigroup Global Markets Inc. in connection with the offering of the Convertible Senior Subordinated Notes (the

Convertible Senior Subordinated Notes Underwriting Agreement) and has included the Convertible Senior Subordinated Notes Underwriting Agreement as Exhibit 1.2 to this filing. Citigroup Global Markets Inc. or one or more of its affiliates serves as the sole book manager, a joint lead arranger, the administrative agent and collateral agent, issuing bank and a lender under Amkor's second lien credit agreement.

ITEM 8.01 Other Events

On May 10, 2006, Amkor issued a press release announcing the proposed offerings of the Senior Notes and the Convertible Senior Subordinated Notes. A copy of the press release is attached as Exhibit 99.1 to this Current Report and is incorporated by reference herein.

On May 11, 2006, Amkor issued a press release announcing that it had priced the offerings of the Senior Notes and the Convertible Senior Subordinated Notes. A copy of the press release is attached as Exhibit 99.2 to this Current Report and is incorporated by reference herein.

On May 11, 2006, Amkor also issued a press release announcing that it had increased to \$360 million the aggregate principal amount that it could be obligated to accept for payment in its pending cash tender offer for its 9.25% senior notes due 2008 (the Tender Offer) and announcing the early results of the Tender Offer. A copy of the press release is attached as Exhibit 99.3 to this Current Report and is incorporated by reference herein.

ITEM 9.01 Financial Statements and Exhibits

(c) Exhibits.

| Exhibit | Description |
|---------|---|
| 1.1 | Underwriting Agreement, dated May 11, 2006, between Amkor Technology, Inc. and Citigroup Global Markets Inc., for \$400 million aggregate principal amount of 9.25% Senior Notes due 2016 |
| 1.2 | Underwriting Agreement, dated May 11, 2006, between Amkor Technology, Inc. and Citigroup Global Markets Inc., for \$190 million aggregate principal amount of 2.5% Convertible Senior Subordinated Notes due 2011 |
| 99.1 | Press release dated May 10, 2006, announcing proposed offering of Senior Notes and Convertible Senior Subordinated Notes |
| 99.2 | Press release dated May 11, 2006, announcing pricing of Senior Notes and Convertible Senior Subordinated Notes offerings |
| 99.3 | Press release dated May 11, 2006, announcing increase in tender offer for 9.25% senior notes due 2008 and early results of tender offer |

Table of Contents

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 15, 2006

Amkor Technology, Inc.

/s/ Kenneth T. Joyce
Kenneth T. Joyce
Chief Financial Officer

-3-

Table of Contents

EXHIBIT INDEX

| Exhibit | Description |
|---------|---|
| 1.1 | Underwriting Agreement, dated May 11, 2006, between Amkor Technology, Inc. and Citigroup Global Markets Inc., for \$400 million aggregate principal amount of 9.25% Senior Notes due 2016 |
| 1.2 | Underwriting Agreement, dated May 11, 2006, between Amkor Technology, Inc. and Citigroup Global Markets Inc., for \$190 million aggregate principal amount of 2.5% Convertible Senior Subordinated Notes due 2011 |
| 99.1 | Press release dated May 10, 2006, announcing proposed offering of Senior Notes and Convertible Senior Subordinated Notes |
| 99.2 | Press release dated May 11, 2006, announcing pricing of Senior Notes and Convertible Senior Subordinated Notes offerings |
| 99.3 | Press release dated May 11, 2006, announcing increase in tender offer for 9.25% senior notes due 2008 and early results of tender offer |