

Edgar Filing: PARKERVISION INC - Form SC 13G/A

PARKERVISION INC
Form SC 13G/A
March 06, 2003

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13D-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13D-1(B) (C), AND (D) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13D-2(B)

(AMENDMENT NO. 1) *

PARKERVISION, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE

(Title of Class of Securities)

701354-10-2

(CUSIP Number)

David J. FitzPatrick
Executive Vice President
Tyco International Ltd.
The Zurich Centre, Second Floor
90 Pitts Bay Road
Pembroke HM 08, Bermuda
(441) 292-8674

With a copy to:

Timothy E. Flanigan, Esq.
Vice President and General Counsel, Corporate and International Law
Tyco International (US) Inc.
9 W. 57th St., 43rd floor
New York, NY 10019
(212) 424-1300

March 23, 2002

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which 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

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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).

CUSIP NO. 701354-10-2

Page 2 of 6 Pages

1. Names of Reporting Persons

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

Tyco International Ltd.

2. Check the Appropriate Box if a Member of a Group*

Not applicable

(a) / /
(b) / /

3. SEC Use Only

4. Citizenship or Place of Organization

Bermuda

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

5. Sole Voting Power

0

6. Shared Voting Power

1,058,950

7. Sole Dispositive Power

0

8. Shared Dispositive Power

1,058,950

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,058,950

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

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11. Percent of Class Represented by Amount in Row (9)

7.3%

12. Type of Reporting Person (See Instructions)

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Page 3 of 6 Pages

1. Names of Reporting Persons

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

Tyco Sigma Limited

2. Check the Appropriate Box if a Member of a Group*

Not applicable

(a) / /
(b) / /

3. SEC Use Only

4. Citizenship or Place of Organization

Bermuda

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

5. Sole Voting Power

0

6. Shared Voting Power

1,058,950

7. Sole Dispositive Power

0

8. Shared Dispositive Power

1,058,950

9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,058,950

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See

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Instructions) / /

11. Percent of Class Represented by Amount in Row (9)

7.3%

12. Type of Reporting Person (See Instructions)

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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ITEM 1. NAME OF ISSUER

- (a) ParkerVision, Inc.
(b) 8493 Baymeadows Way, Jacksonville, FL 32256

ITEM 2. PERSON FILING

- | | |
|---|---|
| (a) Tyco International Ltd. | (a) Tyco Sigma Limited |
| (b) The Zurich Centre, Second Floor
90 Pitts Bay Road
Pembroke HM 08, Bermuda | (b) The Zurich Centre, Second Floor
90 Pitts Bay Road
Pembroke HM 08, Bermuda |
| (c) Bermuda | (c) Bermuda |
| (d) See cover page | (d) See cover page |
| (e) See cover page | (e) See cover page |

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) [] Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
(f) [] 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)(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;

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(j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP

(a) See Row 9 on Page 2.

(b) See Row 11 on Page 2.

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(c) Tyco International Ltd. has shared voting and dispositive power with respect to 1,058,950 shares of Common Stock. Tyco International Ltd. shares voting and dispositive power with Tyco Sigma Limited, its wholly-owned subsidiary, as to all such 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 [].

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 OR CONTROL PERSON

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. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this Statement is true,

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complete and correct.

Dated as of this 28th day of February, 2003.

TYCO INTERNATIONAL LTD.

By: _____ /S/ DAVID J. FITZPATRICK

Name: David J. FitzPatrick

Title: Executive Vice President and Chief Financial Officer

TYCO SIGMA LIMITED

By: _____ /S/ GLEN MISKIEWICZ

Name: Glen Miskiewicz

Title: President and Director