

SECURITIES AND EXCHANGE COMMISSION

FORM 10-Q/A

Quarterly report pursuant to sections 13 or 15(d) [amend]

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FILER

**AMERICAN PRESIDENT COMPANIES LTD**

CIK: **725457** | IRS No.: **942911022** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **10-Q/A** | Act: **34** | File No.: **001-08544** | Film No.: **94563492**  
SIC: **4412** Deep sea foreign transportation of freight

Business Address  
1111 BROADWAY  
OAKLAND CA 94607  
4152718000

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q/A

AMENDMENT NO. 1

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the quarterly period ended April 8, 1994

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 1-8544

AMERICAN PRESIDENT COMPANIES, LTD.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of  
incorporation or organization)

94-2911022

(I.R.S. Employer  
Identification No.)

1111 Broadway

Oakland, California 94607

(Address of principal executive offices)

Registrant's telephone number: (510) 272-8000

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AMERICAN PRESIDENT COMPANIES, LTD.

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This amendment to the Quarterly Report on Form 10-Q for the quarter ended April 8, 1994 is being filed solely for the purpose of re-filing page 13 of Exhibit 10.4. The remainder of the Form 10-Q, as previously filed, is unchanged.

- Item 6. EXHIBITS AND REPORTS ON FORM 8-K
- (a) Exhibits required by Item 601 of Regulation S-K

The following documents are exhibits to this Form 10-Q:

Exhibit No.	Description of Document
10.4a	Page 13 of the Loan Agreement dated March 14, 1994 by and among Kreditanstalt fur Wiederaufbau (as Agent and Lender); Commerzbank AG, Hamburg (as Syndicate Agent); Commerzbank AG (Kiel Branch), Dresdner Bank AG in Hamburg, Vereins-und Westbank AG, Deutsche Schiffsbank AG, Norddeutsche Landesbank-Girozentrale, Deutsche

Verkehrs-Bank AG, Banque Internationale a Luxembourg S.A. (as the Syndicate); and American President Lines, Ltd. (as Borrower).

American President Companies, Ltd. and Subsidiaries

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, thereunto duly authorized.

AMERICAN PRESIDENT COMPANIES, LTD.

Dated: December 6, 1994

By /s/ William J. Stuebgen

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William J. Stuebgen  
Vice President,  
Controller and  
Chief Accounting Officer

of (i) all liabilities and indebtedness on such balance sheet and (ii) all intangible assets such as goodwill, patents, trademarks, franchises, licenses and other like intangibles.

"Tax" shall be construed so as to include, by reference to any applicable jurisdiction, any present or future tax, levy, impost, deduction, duty or other charge or withholding of a similar nature imposed by a Governmental Instrumentality (including, without limitation, any interest or penalty payable in connection with any failure to pay or any delay in paying any of the same) and "taxation" shall be interpreted accordingly.

"Termination Event" means (i) a "reportable event," as such term is described in Section 4043 of ERISA (other than a "reportable event" not subject to the provision for thirty (30) day notice to the PBGC), or an event described in Section 4068 of ERISA, or (ii) the withdrawal of APL, the Guarantor or any ERISA Affiliate from a Multiple Employer Plan during a plan year in which it was a "substantial employer", as such term is defined in Section 4001(a)(2) of ERISA, or the incurrence of liability by APL, the Guarantor or any ERISA Affiliate under Section 4064 of ERISA upon the termination of a Multiple Employer Plan, or (iii) the filing of a notice of intent to terminate a Plan or the treatment of a Plan amendment as a termination under Section 4041A of ERISA, or (iv) the institution of proceedings to terminate a Plan by the PBGC under Section 4042 of ERISA, or (v) any other event or condition which might constitute grounds under Section 4042 of ERISA for the termination of, or the appointment of a trustee to administer, any Plan.

"Total Contract Price" means, in respect of the HDW Vessels and the Daewoo Vessels, respectively, either (1) the aggregate of the Contract Prices of all three (3) HDW Vessels or \* , which shall have a USD equivalent of \* (whichever is the lesser) or (2) the aggregate of the Contract Prices of all three (3) Daewoo Vessels or \* (whichever is the lesser).

"Transferee" shall mean APL Newbuildings, Ltd.

"USD Equivalent" shall mean the Dollar amount calculated under the USD Exchange Rate.

"USD Exchange Rate" shall mean 1 Dollar per \* Deutsche Mark, which is based on average rates of exchange for such currencies obtained by the Borrower under forward exchange contracts submitted to Haight, Gardner, Poor & Havens by letter of the Guarantor dated August 20, 1993.

"Value Test" shall have the meaning set forth in Section 5.03(c).

"Vessel Indebtedness" means, in respect of each Vessel, all sums owing, actually or contingently, by the Borrower to the relevant Lender(s) in respect of that Subportion which relates to that Vessel

