

Edgar Filing: AMERICAN HOMESTAR CORP - Form SC 13G

AMERICAN HOMESTAR CORP  
Form SC 13G  
February 14, 2003

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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)

AMERICAN HOMESTAR CORPORATION

-----  
(NAME OF ISSUER)

SERIES C COMMON STOCK

-----  
(TITLE OF CLASS OF SECURITIES)

026652 10 7

-----  
(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)  
 Rule 13d-1(d)

CUSIP NO. 026652 10 7

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-----  
1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
  
ING Groep N.V.

-----  
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

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The Netherlands

	5	SOLE VOTING POWER	
			693,2661
NUMBERS OF SHARES	6	SHARED VOTING POWER	
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH			0
	7	SOLE DISPOSITIVE POWER	
			693,2661
	8	SHARED DISPOSITIVE POWER	
			0
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
			693,2661
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
			14.24% [1, 2]
12	TYPE OF REPORTING PERSON		
			HC

- 1 The beneficial ownership reported hereunder includes 468,904 shares held by ReliaStar Life Insurance Company, 40,837 shares held by ReliaStar Life Insurance Company of New York, 81,432 shares held by Security Connecticut Life Insurance, each of which are indirect subsidiaries of ING Groep N.V., and 102,093 shares (the "Shares") are held by Washington Square Advisers Private Placement Trust Fund, 45.12% of which is owned by various subsidiaries of ING Groep N.V. ReliaStar Investment Research, Inc., an indirect subsidiary of ING Groep N.V., has voting and investment power with respect to the Shares. None of the beneficial ownership reported hereunder is held directly by ING Groep N.V.
- 2 In its Form 10-Q filed with the Securities and Exchange Commission ("SEC") on November 1, 2002, American Homestar Corporation (the "Company") reported that 10,000,000 shares of its Series C common stock were issued and outstanding, of which 3,922,280 shares were issued and outstanding and 6,077,720 were "deemed issued, outstanding and held in constructive trust for the benefit of shareholders to be determined in name and amount as the claims process is completed." We recently learned from a Schedule 13G filed with the SEC that Craig A. Reynolds, Executive Vice President and CFO of the Company, stated that 4,869,250 shares of the Company's Series C common stock have now been issued to specific shareholders with allowed claims under confirmed Third Amended Joint Plan of Reorganization of the Company and its subsidiaries. The above calculation is based on 4,869,250 outstanding shares.

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
  
ReliaStar Life Insurance Company

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
  
(a)   
(b)

-----

3 SEC USE ONLY

-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Minnesota

-----

	5	SOLE VOTING POWER
		591,173 [3]
NUMBERS OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER
		0
	7	SOLE DISPOSITIVE POWER
		591,173 [3]
	8	SHARED DISPOSITIVE POWER
		0

-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
  
591,173 [3]

-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES [ ]

-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
  
12.14% [2, 3]

-----

12 TYPE OF REPORTING PERSON  
  
IC

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3 The beneficial ownership reported hereunder includes 40,837 shares held by ReliaStar Life Insurance Company of New York and 81,432 shares held by Security Connecticut Life Insurance.

ITEM 1(A). NAME OF ISSUER:

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American Homestar Corporation

- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
- 2450 South Shore Boulevard  
Suite 300  
League City, Texas 77573
- ITEM 2(A). NAME OF PERSON FILING:
- ING Groep N.V.  
ReliaStar Life Insurance Company
- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
- ING Groep N.V.:  
Amstelveenseweg 500  
1081 KL Amsterdam  
P.O. Box 810  
1000 AV Amsterdam  
The Netherlands
- ReliaStar Life Insurance Company:  
20 Washington Avenue South  
Minneapolis, Minnesota 55401
- ITEM 2(C). CITIZENSHIP:
- See item 4 on Page 2  
See item 4 on Page 3
- ITEM 2(D). TITLE OF CLASS OF SECURITIES:
- Class C Common Stock
- 4-
- ITEM 2(E). CUSIP NUMBER:
- 026652 10 7
- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-(B), OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A: (NOT APPLICABLE)
- (a)  Broker or dealer registered under Section 15 of the Securities Exchange Act of 1934, as amended (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 of 1940, as amended (the "Investment Company Act");
- (e)  Investment adviser in accordance with Rule

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13d-(1)(b)(1)(ii)(E) under the Exchange Act;

- (f)  Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F) under the Exchange Act;
- (g)  Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G) under the Exchange Act;
- (h)  Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  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) under the Exchange Act.

### ITEM 4. OWNERSHIP.

- (a) Amount beneficially owned:

See item 9 on Page 2

See item 9 on Page 3

- (b) Percent of class:

See item 11 on Page 2

See item 11 on Page 3

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- (c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote:

See item 5 on Page 2

See item 5 on Page 3

- (ii) Shared power to vote or to direct the vote:

See item 6 on Page 2

See item 6 on Page 3

- (iii) Sole power to dispose or to direct the disposition of:

See item 7 on Page 2

See item 7 on Page 3

- (iv) Shared power to dispose or to direct the disposition of:

See item 8 on Page 2

See item 8 on Page 3

### ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable

### ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER

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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.

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2003  
(Date)

ING Groep N.V.

By:

/s/ Cornelis F. Drabbe  
(Signature)

Cornelis F. Drabbe,  
Assistant General Counsel  
(Name/Title)

/s/ Bert H. Uyttenbroek

-----  
(Signature)

Bert H. Uyttenbroek,  
Compliance Officer  
(Name/Title)

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2003  
(Date)

ReliaStar Life Insurance Company

By:

/s/ Cornelis F. Drabbe  
(Signature)

Cornelis F. Drabbe,  
Assistant General Counsel  
(Name/Title)

/s/ Bert H. Uyttenbroek  
(Signature)

Bert H. Uyttenbroek,  
Compliance Officer  
(Name/Title)

Exhibit A to Schedule 13G

Joint Filing Agreement  
Pursuant to Rule 13d-1(k)

The undersigned persons (the "Reporting Persons") hereby agree that a joint statement on this Schedule 13G, and any amendments thereto, be filed on their behalf by ING Groep N.V.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of them contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Date: February 12, 2003

ING Groep N.V.

By: /s/ Cornelis F. Drabbe

-----  
Name: Cornelis F. Drabbe

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Title: Assistant General Counsel

By: /s/ Bert H. Uyttenbroek

-----  
Name: Bert H. Uyttenbroek

Title: Compliance Officer

ReliaStar Life Insurance Company

By: /s/ Cornelis F. Drabbe

-----  
Name: Cornelis F. Drabbe

Title: Assistant General Counsel

By: /s/ Bert H. Uyttenbroek

-----  
Name: Bert H. Uyttenbroek

Title: Compliance Officer