

Edgar Filing: PALM INC - Form SC 13G

PALM INC
Form SC 13G
October 22, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934

Palm, Inc.

(Name of Issuer)

Common Stock, \$.001 par value per share

(Title of Class of Securities)

696642206

(CUSIP Number)

August 31, 2003

(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)

*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 disclosure 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, as amended ("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).

Page 1 of 11 pages

CUSIP NO. 696642206

1. NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Edgar Filing: PALM INC - Form SC 13G

American International Group, Inc.
I.R.S. Identification No. 13-2592361

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Incorporated under the laws of the State of Delaware

| | | |
|--|-----------------------------|-----------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5. SOLE VOTING POWER | 0 |
| | 6. SHARED VOTING POWER | 2,148,126 |
| | 7. SOLE DISPOSITIVE POWER | 0 |
| | 8. SHARED DISPOSITIVE POWER | 2,148,126 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,148,126

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

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.3%

12. TYPE OF REPORTING PERSON

HC

Page 2 of 11

CUSIP NO. 696642206

1. NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AIG Global Investment Group, Inc.
I.R.S. Identification No. 13-3870953

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) []

3. SEC USE ONLY

Edgar Filing: PALM INC - Form SC 13G

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Organized under the laws of the State of Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

| | | |
|----|--------------------------|-----------|
| 5. | SOLE VOTING POWER | 0 |
| 6. | SHARED VOTING POWER | 2,148,126 |
| 7. | SOLE DISPOSITIVE POWER | 0 |
| 8. | SHARED DISPOSITIVE POWER | 2,148,126 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,148,126

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

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.3%

12. TYPE OF REPORTING PERSON

HC

Page 3 of 11

CUSIP NO. 696642206

1. NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

John McStay Investment Counsel, L.P.
I.R.S. Identification No. 75-1910325

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Organized under the laws of the State of Texas

NUMBER OF SHARES BENEFICIALLY OWNED BY

| | | |
|----|---------------------|-----------|
| 5. | SOLE VOTING POWER | 0 |
| 6. | SHARED VOTING POWER | 2,135,700 |

Edgar Filing: PALM INC - Form SC 13G

EACH
REPORTING
PERSON
WITH

7. SOLE DISPOSITIVE POWER
0

8. SHARED DISPOSITIVE POWER
2,135,700

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON
2,135,700

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
7.3%

12. TYPE OF REPORTING PERSON

IA

Page 4 of 11

CUSIP NO. 696642206

1. NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AIG Global Investment Corp.
I.R.S. Identification No. 06-1078320

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) []

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Organized under the laws of the State of New Jersey

NUMBER OF
SHARES

5. SOLE VOTING POWER
0

BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6. SHARED VOTING POWER
12,426

7. SOLE DISPOSITIVE POWER
0

8. SHARED DISPOSITIVE POWER
12,426

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON
12,426

Edgar Filing: PALM INC - Form SC 13G

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

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
.04%

12. TYPE OF REPORTING PERSON

IA

Page 5 of 11

ITEM 1 (a). NAME OF ISSUER:

Palm, Inc.

ITEM 1 (b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

400 N. McCarthy Blvd.
Milpitas, California 95035

ITEM 2 (a). NAME OF PERSON(S) FILING:

American International Group, Inc.

AIG Global Investment Group, Inc.

John McStay Investment Counsel, L.P.

AIG Global Investment Corp.

ITEM 2 (b). ADDRESS OF PRINCIPAL BUSINESS OFFICE(S):

American International Group, Inc.
70 Pine Street
New York, New York 10270

AIG Global Investment Group, Inc.
70 Pine Street
New York, New York 10270

John McStay Investment Counsel, L.P.
5949 Sherry Lane
Suite 1600
Dallas, Texas 75225

AIG Global Investment Corp.
175 Water Street
New York, New York 10038

ITEM 2 (c). CITIZENSHIP:

The information requested hereunder is set forth
under Item 4 of the cover pages to this Schedule 13G.

ITEM 2 (d). TITLE OF CLASS OF SECURITIES:

Edgar Filing: PALM INC - Form SC 13G

Common Stock, \$.001 par value per share

ITEM 2 (e). CUSIP NUMBER: 696642206

Page 6 of 11

ITEM 3. TYPE OF PERSONS FILING:

American International Group, Inc.:

(g) Parent Holding Company, in accordance with Rule 13d-1(b) (ii) (G) promulgated under the Securities Exchange Act of 1934, as amended (the "Act")

AIG Global Investment Group, Inc.:

(g) Parent Holding Company, in accordance with Rule 13d-1(b) (ii) (G) promulgated under the Act

John McStay Investment Counsel, L.P.

(e) Investment Adviser, in accordance with Rule 13d-1(b) (ii) (E) promulgated under the Act

AIG Global Investment Corp.

(e) Investment Adviser, in accordance with Rule 13d-1(b) (ii) (E) promulgated under the Act

ITEM 4. OWNERSHIP.

(a) through (c). The information requested hereunder is set forth under Items 5 through 9 and Item 11 of the cover pages to this Schedule 13G.

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

Not applicable.

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.

See Exhibit 1 attached hereto for the information requested hereunder with respect to the relevant subsidiaries of American International Group, Inc.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Edgar Filing: PALM INC - Form SC 13G

Not applicable.

Page 7 of 11

ITEM 10. CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and 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 such purpose or effect.

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.

Date: October 1, 2003

AMERICAN INTERNATIONAL GROUP, INC.

By /s/ Kathleen E. Shannon

Name: Kathleen E. Shannon
Title: Senior Vice President and
Secretary

AIG GLOBAL INVESTMENT GROUP, INC.

By /s/ Win J. Neuger

Name: Win J. Neuger
Title: Chairman and Chief Executive Officer

JOHN McSTAY INVESTMENT COUNSEL, L.P.

By /s/ Win J. Neuger

Name: Win J. Neuger
Title: Attorney-in-Fact

AIG GLOBAL INVESTMENT CORP.

By /s/ Win J. Neuger

Name: Win J. Neuger
Title: Chairman and Chief Executive Officer

EXHIBIT INDEX

- Exhibit 1 Identification and Classification of the Subsidiaries Which Acquired the Security Being Reported on by the Parent Holding Company
- Exhibit 2 Agreement of Joint Filing

Exhibit 1

IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

American International Group, Inc. -- Subsidiary Information

AIG Global Investment Group, Inc.:

Parent Holding Company or Control Person pursuant to Rule 13d-1(b)(ii)(G)

Category Symbol: HC

John McStay Investment Counsel, L.P.:

Investment Adviser pursuant to Rule 13d-1(b)(ii)(E)

Category Symbol: IA

AIG Global Investment Corp.:

Investment Adviser pursuant to Rule 13d-1(b)(ii)(E)

Category Symbol: IA

Edgar Filing: PALM INC - Form SC 13G

Exhibit 2

AGREEMENT OF JOINT FILING

In accordance with Rule 13d-1(f), promulgated under the Securities Exchange Act of 1934, as amended, each of the undersigned hereby agrees to the joint filing on behalf of each of them of a Statement on Schedule 13G, and any amendments thereto, with respect to the Common Stock, \$.001 par value per share, of Palm, Inc. and that this Agreement may be included as an Exhibit to such filing.

Each of the undersigned parties represents and warrants to the other that the information contained in any amendment thereto about it will be, true, correct and complete in all material respects and in accordance with all applicable laws. Each of the undersigned parties agrees to inform the other of any changes in such information or of any additional information which would require any amendment to the Schedule 13G and to promptly file such amendment.

Each of the undersigned parties agrees to indemnify the other for any losses, claims, liabilities or expenses (including reasonable legal fees and expenses) resulting from, or arising in connection with, the breach by such party of any representations, warranties or agreements in this Agreement.

This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, each of the undersigned hereby executes this Agreement as of October 1, 2003.

AMERICAN INTERNATIONAL GROUP, INC.

By /s/ Kathleen E. Shannon

Name: Kathleen E. Shannon
Title: Senior Vice President and
Secretary

AIG GLOBAL INVESTMENT GROUP, INC.

By /s/ Win J. Neuger

Name: Win J. Neuger
Title: Chairman and Chief Executive Officer

JOHN McSTAY INVESTMENT COUNSEL, L.P.

By /s/ Win J. Neuger

Name: Win J. Neuger
Title: Attorney-in-Fact

AIG GLOBAL INVESTMENT CORP.

Edgar Filing: PALM INC - Form SC 13G

By /s/ Win J. Neuger

Name: Win J. Neuger

Title: Chairman and Chief Executive Officer

Page 11 of 11