

ADVANCED SEMICONDUCTOR ENGINEERING INC  
Form SC 13G/A  
February 17, 2004

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**SCHEDULE 13G**  
(Rule 13d-102)

**INFORMATION STATEMENT PURSUANT  
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)**

**Under the Securities Act of 1934  
(Amendment No. 3)**

Advanced Semiconductor Engineering, Inc.  
(Name of Issuer)

Common Shares, par value NT\$10.00 per share\*  
(Title of Class of Securities)

Not applicable  
(CUSIP Number)

December 31, 2003  
(Date of Event Which Requires Filing of this Statement)

\* Not for trading, but only in connection with the listing on the New York Stock Exchange, Inc. of American Depositary Shares representing Common Shares.

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)

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CUSIP No. N/A

13G

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	NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  CHANG YAO HUNG-YING	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  <div style="text-align: right;">(a) <input type="radio"/> (b) <input checked="" type="radio"/></div>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION  Taiwan, Republic of China	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER  7,822,666
	6	SHARED VOTING POWER  -0-
	7	SOLE DISPOSITIVE POWER  7,822,666
	8	SHARED DISPOSITIVE POWER  -0-
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  7,822,666	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  <div style="text-align: right;">0</div>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.22%	
12	TYPE OF REPORTING PERSON  IN	

**Item 1(a). Name of Issuer.**

Advanced Semiconductor Engineering, Inc. (the "Company")

**Item 1(b). Address of Issuer's Principal Executive Offices.**

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26 Chin Third Road  
Nantze Export Processing Zone  
Kaohsiung, Taiwan  
Republic of China

**Item 2(a). Name of Person Filing.**

Chang Yao Hung-ying

**Item 2(b). Address of Principal Business Office or, if None, Residence.**

The business address of Chang Yao Hung-ying is: 10th Floor, No.420 Keelung Road, Section 1, Taipei, Taiwan, Republic of China.

**Item 2(c). Citizenship.**

Chang Yao Hung-ying is a citizen of Taiwan, Republic of China.

**Item 2(d). Title of Class of Securities.**

This statement relates to the Company's Common Shares, par value NT\$10.00 per share (the Shares).

**Item 2(e). CUSIP Number.**

Not applicable.

**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 of 1940,
- (e)  Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

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- (f)  Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
  - (g)  Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
  - (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 of 1940;
  - (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

**Item 4. Ownership.**

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(a) and (b) Chang Yao Hung-ying owns 7,822,666 Shares, representing approximately 0.22% of the outstanding Shares of the Company. Chang Yao Hung-ying is the mother of Jason C.S. Chang, the beneficial owner of 713,515,744 Shares.

(c) Chang Yao Hung-ying has sole power to vote and dispose of 7,822,666 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 x.

**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.**

Not applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not applicable.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

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**Item 10. Certification.**

Not applicable.

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SIGNATURE

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

By:           /s/ CHANG YAO HUNG-YING          

Name: CHANG YAO HUNG-YING