

METRON TECHNOLOGY N V
Form SC 13G/A
February 17, 2004

**UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

OMB APPROVAL

OMB Number:

3235-0145

Expires:

December 31, 2005

Estimated average burden
hours per response. . 11

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

Metron Technology N.V.

(Name of Issuer)

Common Shares

(Title of Class of Securities)

N5665B105

(CUSIP Number)

December 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 the disclosures provided in a prior cover page.

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The information required in 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. 5665B105

- | | | |
|-----|---|--------------------------|
| 1. | Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only) | |
| | Edward D. Segal | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) | <input type="radio"/> |
| | (b) | <input type="radio"/> |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization | |
| | USA | |
| | 5. | Sole Voting Power |
| | | 1,023,531 |
| | 6. | Shared Voting Power |
| | | 129,528 |
| | 7. | Sole Dispositive Power |
| | | 1,023,531 |
| | 8. | Shared Dispositive Power |
| | | 129,528 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| | 1,153,059* | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9) | |
| | 9.1% | |
| 12. | Type of Reporting Person (See Instructions) | |
| | IN | |

* Includes 129,528 shares held by Segal Investments L.P., an investment partnership of which Mr. Segal is the Managing Partner, and 572,198 shares issuable pursuant to options exercisable within 60 days of December 31, 2003. Mr. Segal disclaims beneficial ownership of the shares held by Segal Investments L.P.

Item 1.

- (a) Name of Issuer
Metron Technology N.V.
- (b) Address of Issuer's Principal Executive Offices
4425 Fortran Drive, San Jose, California 95134-2300

Item 2.

- (a) Name of Person Filing
Edward D. Segal
- (b) Address of Principal Business Office or, if none, Residence
4425 Fortran Drive, San Jose, California 95134-2300
- (c) Citizenship
USA
- (d) Title of Class of Securities
Common Shares
- (e) CUSIP Number
N5665B105

Item 3.

- If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**
- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
 - (e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
 - (f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
 - (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
 - (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- | | | |
|-----|--|---|
| (a) | Amount beneficially owned: | 1,153,059
Includes 129,528 shares held by Segal Investments L.P., an investment partnership of which Mr. Segal is the Managing Partner, and 572,198 shares issuable pursuant to options exercisable within 60 days of December 31, 2003. Mr. Segal disclaims beneficial ownership of the shares held by Segal Investments L.P. |
| (b) | Percent of class: | 9.1% |
| (c) | Number of shares as to which the person has: | |
| | (i) | Sole power to vote or to direct the vote

1,023,531 |
| | (ii) | Shared power to vote or to direct the vote

129,528 |
| | (iii) | Sole power to dispose or to direct the disposition of

1,023,531 |
| | (iv) | Shared power to dispose or to direct the disposition of

129,528 |

Instruction: For computations regarding securities which represent a right to acquire an underlying security see §240.13d-3(d)(1).

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 ☐ O.

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 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.

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 16, 2003

Date

/s/ Edward D. Segal

Signature

Edward D. Segal
Chief Executive Officer

Name/Title