

Edgar Filing: SANMINA-SCI CORP - Form 424B3

SANMINA-SCI CORP
 Form 424B3
 April 02, 2002

PROSPECTUS SUPPLEMENT
 TO PROSPECTUS DATED DECEMBER 19, 2000

FILED PURSUANT TO RULE 424(b)(3)
 REGISTRATION NO. 333-50282

\$1,660,000,000

SANMINA-SCI CORPORATION

ZERO COUPON CONVERTIBLE SUBORDINATED DEBENTURES DUE 2020

AND SHARES OF COMMON STOCK

This prospectus supplement relates to the resale by the selling securityholders of zero coupon convertible subordinated notes due 2020 of Sanmina-SCI Corporation and the shares of common stock, par value of \$0.01 per share, of Sanmina-SCI Corporation issuable upon the conversion of the notes.

This prospectus supplement should be read in conjunction with the prospectus dated December 19, 2000 and the prospectus supplements dated January 12, 2001, January 31, 2001, March 2, 2001, April 6, 2001, April 23, 2001, June 13, 2001, July 3, 2001, and September 30, 2001 which are to be delivered with this prospectus supplement. All capitalized terms used but not defined in the prospectus supplement shall have the meanings given them in the prospectus.

The table below sets forth information as of the date hereof concerning beneficial ownership of the notes of the selling securityholders as listed below. All information concerning beneficial ownership has been furnished by the selling securityholders.

| NAME | PRINCIPAL AMOUNT AT MATURITY OF DEBENTURES BENEFICIALLY OWNED THAT MAY BE SOLD | PERCENTAGE OF DEBENTURES OUTSTANDING | NUMBER OF SHARES OF COMMON STOCK THAT MAY BE SOLD (1) | PERCENTAGE OF COMMON STOCK OUTSTANDING (2) |
|--|--|---|---|---|
| Public Employees' Retirement Association of Colorado | 4,500,000 | * | 29,172 | |
| Deutsche Banc Alex Brown Inc. | 280,000 | * | 1,297 | |
| Quattro Fund Ltd. | 2,000,000 | * | 12,965 | |

*Less than 1%

- (1) Assumes conversion of all of the holder's notes at a conversion rate of 6.4826 shares for each \$1,000 principal amount at maturity. However, this conversion rate will be subject to adjustment as described under "Description of Debentures - Conversion of Debentures by Holders." As a result, the amount of common stock issuable upon conversion of the notes may increase or decrease in the future.
- (2) Calculated based on Rule 13d-3(d)(i) of the Exchange Act using 523,118,397 shares of common stock outstanding as of March 28, 2002. In calculating this amount, we treated as outstanding the number of shares of common

Edgar Filing: SANMINA-SCI CORP - Form 424B3

stock issuable upon conversion of all of that particular holder's notes. However, we did not assume the conversion of any other holder's notes.

- (3) Information about other selling security holders will be set forth in additional prospectus supplements, if required.
- (4) Assumes that any other holders of notes, or any future transferees, pledgees, donees or successors of or from any such other holders of notes, do not beneficially own any common stock other than the common stock issuable upon conversion of the notes at the initial conversion rate.

THE SECURITIES OFFERED HEREBY INVOLVE A HIGH DEGREE OF RISK. SEE "RISK FACTORS" BEGINNING ON PAGE 6 OF THE PROSPECTUS.

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this Prospectus Supplement is April 2, 2002.