

PLATINUM EQUITY LLC  
 Form 3/A  
 October 02, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |  |   |   |  |   |
|--|--|---|---|--|---|
| 1. Name and Address of Reporting Person *<br>K EQUITY, LLC<br>(Last) (First) (Middle)<br><br>360 NORTH CRESCENT DRIVE, SOUTH BUILDING<br>(Street)<br><br>BEVERLY HILLS, CA 90210<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>06/30/2009 | 3. Issuer Name and Ticker or Trading Symbol<br>KEMET CORP [KEME.OB] | 4. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other<br>(give title below) (specify below)<br>Refer to Remarks section | 5. If Amendment, Date Original Filed(Month/Day/Year)<br>07/10/2009 | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|---|---|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|   |  |   |  |  |  |
|---|--|---|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year)<br><br>Date Exercisable      Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title      Amount or Number of Shares | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|--|---|--|--|--|

(Instr. 5)

|                        |              |            |   |                          |                   |                         |   |
|------------------------|--------------|------------|---|--------------------------|-------------------|-------------------------|---|
| Warrant (right to buy) | Â <u>(1)</u> | 06/30/2019 | Common<br>Stock,<br>\$0.01 Par<br>Value | 80,544,685<br><u>(1)</u> | \$ 0.5 <u>(1)</u> | D <u>(2)</u> <u>(3)</u> | Â |
|------------------------|--------------|------------|---|--------------------------|-------------------|-------------------------|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |                          |
|--|---------------|-----------|---------|-------|--------------------------|
|  | Director      | 10% Owner | Officer | Other |                          |
| K EQUITY, LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210                               | Â             | Â X       | Â       |       | Refer to Remarks section |
| K FINANCING, LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210                            | Â             | Â X       | Â       |       | Refer to Remarks section |
| K Holdings, LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210                             | Â             | Â X       | Â       |       | Refer to Remarks section |
| Platinum Equity Capital Partners II LP<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210      | Â             | Â X       | Â       |       | Refer to Remarks section |
| Platinum Equity Partners II, LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210            | Â             | Â X       | Â       |       | Refer to Remarks section |
| Platinum Equity Investment Holdings II, LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210 | Â             | Â X       | Â       |       | Refer to Remarks section |
| PLATINUM EQUITY LLC<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210                         | Â             | Â X       | Â       |       | Refer to Remarks section |
| Gores Tom<br>360 NORTH CRESCENT DRIVE<br>SOUTH BUILDING<br>BEVERLY HILLS,Â CAÂ 90210                                   | Â             | Â X       | Â       |       | Refer to Remarks section |

## Signatures

|  |            |
|--|------------|
| /s/ K Financing, LLC, by Eva Kalawski, authorized signatory  | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ K Equity, LLC, by K Holdings, LLC, by Eva Kalawski, authorized signatory   | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ K Holdings, LLC, by Eva Kalawski, authorized signatory   | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ Platinum Equity Capital Partners II, L.P., by Platinum Equity Partners II, LLC, its general partner, by Platinum Equity Investment Holdings II, LLC, its senior managing member, by Eva Kalawski, authorized signatory | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ Platinum Equity Partners II, LLC, by Platinum Equity Investment Holdings II, LLC, its senior managing member, by Eva Kalawski, authorized signatory  | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ Platinum Equity Investment Holdings II, LLC, by Eva Kalawski, authorized signatory   | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ Platinum Equity, LLC, by Eva Kalawski, authorized signatory  | 10/02/2009 |
| __Signature of Reporting Person  | Date       |
| /s/ Tom Gores*, by Mary Ann Sigler, attorney-in-fact   | 10/02/2009 |
| __Signature of Reporting Person  | Date       |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

As of the date hereof, this warrant is exercisable for 80,544,685 shares of the Issuer's common stock at an exercise price of \$0.50 per share. The number of shares of common stock issuable under the warrant and the exercise price of the warrant are subject to certain adjustments including, among other matters, so long as any of the Issuer's 2.25% Convertible Senior Notes due 2026 (the "Notes")

- (1) remain outstanding (excluding for this purpose any Notes beneficially owned by the Reporting Persons or any of their affiliates), in the event of certain issuances by the Issuer of additional shares of common stock such that the warrant will continue to represent the right to purchase up to 49.9% of the Issuer's outstanding common stock on a post-warrant basis at a maximum aggregate purchase price of \$40,272,343. The warrant expires on June 30, 2019.

The warrant is held directly by K Equity, LLC ("K Equity"). The warrant was acquired by K Financing, LLC ("K Financing") on June 30, 2009 and was subsequently assigned by K Financing to K Equity on July 9, 2009. Both K Financing and K Equity are wholly-owned subsidiaries of K Holdings, LLC ("K Holdings"). The warrant is held indirectly by (i) K Holdings, as the sole member of both K

- (2) Financing and K Equity, (ii) Platinum Equity Capital Partners II, L.P. ("PECP II"), the controlling member of K Holdings, (iii) Platinum Equity Partners II, LLC ("Platinum Partners"), the general partner of PECP II, (iv) Platinum Equity Investment Holdings II, LLC ("Platinum Investment"), the senior managing member of Platinum Partners, (v) Platinum Equity, LLC ("Platinum Equity"), the sole member of Platinum Investment, and (vi) Tom Gores, the ultimate beneficial owner and Chairman of Platinum Equity.

The entities/persons listed in Item 1 above, may be deemed to beneficially own the securities reported herein and owned directly by K Equity. Each of such entities/persons disclaims beneficial ownership of such securities, and this report shall not be deemed an admission that such reporting person is the beneficial owner of the securities for the purpose of Section 16 or for any other purpose, except to the extent of such reporting person's pecuniary interest therein.

Â

### Remarks:

ThisÂ amendmentÂ isÂ beingÂ filedÂ toÂ (i)Â includeÂ EDGARÂ codesÂ forÂ eachÂ ofÂ theÂ jointÂ filersÂ identifiedÂ 3Â andÂ (ii)Â checkÂ theÂ correspondingÂ boxÂ inÂ ItemÂ 6Â above.

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This report is filed jointly by K Equity, LLC, K Financing, LLC, K Holdings, LLC, Platinum Equity Partners II, LLC, Platinum Equity Investment Holdings II, LLC, Platinum Equity, LLC, and T to beneficially own more than 10% of a class of the Issuer's securities. The address of each respondent is 10000 Wilshire Drive, South Building, Beverly Hills, California 90210.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.