FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL								
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MARXE AUSTIN W & GREENHOUSE  DAVID M													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner  Officer (give title Other (specify								
(Last) (First) (Middle) 153 E 53RD ST						3. Date of Earliest Transaction (Month/Day/Year) 04/12/2004											b	elow)			
55TH FL							4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
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(St																					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Date						ion Date,		3. Transaction Code (Instr. 8)								6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr.			
							-	Code	v	Amount		(A) or (D)	Price	Transaction				<b></b>			
Common Stock 04/12/2						4		S		1	1,000	D \$5.573		2,404,800		I			imited ernships		
Stock	04/13/20	)4				S		25	5,000(1)	D	\$5.45	2,379,8	00(1)	)0 <sup>(1)</sup> I <sup>(1)</sup>		By Limited Partnerships <sup>(1)</sup>					
	Та	ble																			
Derivative Conversion Date Execu Security or Exercise (Month/Day/Year) if any					Transaction Code (Instr. 3)  Derivation Securit Acquir (A) or Dispos of (D) (Instr. and 5)		ative rities ired osed	Exp (Mo	iration nth/Da	n Date	Date Securities Underlying Derivative Security (Instr. and 4)  Amount of Securities Underlying Derivative Security (Instr. and 4)		nt of ties lying tive ty (Instr. 3	Derivative Security (Instr. 5) Bene Owne Follor Repo Trans (Instr		ative rities ficially Directed wing (I) (In order to continuous)		ship (D) rect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	CE AUST)  O M  (Fi  CRD ST  ORK N  (St  Security (Inst  Stock  Conversion or Exercise Price of Derivative	(First) (First	(First) (Middle Property of the Conversion or Exercise Price of Derivative Derivative Derivative Derivative Derivative (Middle Property (Middl	(First) (Middle)  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derived (Month/Day/Non-Derived)  Security (Instr. 3) 2. Transaction Date (Month/Day/Non-Derived)  Stock 04/13/20  Table II - Derived (e.g., p  2. Table III - Derived (e.g., p  (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	Table I - Non-Derivative  Stock  Table II - Derivative S  (e.g., puts, of Conversion or Exercise Price of Derivative S  (Middle)  A1  (Middle)  A2  (Middle)  A3  (Middle)  A3  (Middle)  A4  (Middle)  A4  (Middle)  A4  (Middle)  A4  (A1  (A1  (Middle)  (A2  (A2  (A2  (A3  (A3  (A4  (A4  (A3  (A4  (A4  (A4	AMER  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Stock  1. 2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Stock  1. 2. Transaction Date (Month/Day/Year)  Stock  1. 3. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Date of 04/12/200  4. If Amendation Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)	Table I - Non-Derivative Securities  Stock  Table II - Derivative Securities (e.g., puts, calls, warrance of Derivative Security  Stock  Table II - Derivative Securities (e.g., puts, calls, warrance of Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warrance)  Conversion or Exercise Price of Derivative Security Security  Security  Stock  AMERIGO  3. Date of Earlies 04/12/2004  4. If Amendment,  22. Transaction Date (Month/Day/Year)  Stock  04/12/2004  Stock  04/12/2004  Stock  5. Nu Transaction Date (if any (Month/Day/Year))  Conversion or Exercise Price of Derivative Security  Security  Security  Security  1. Security  Security	AMERIGON II  AMERIGON II  Security (Instr. 3)  Table I - Non-Derivative Securities Action Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acq (e.g., puts, calls, warrants  Table II - Derivative Securities Acq (e.g., puts, calls, warrants)  AMERIGON II  3. Date of Earliest Tranou/1/12/2004  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  3. Date of Earliest Tranou/1/12/2004  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  3. Date of Earliest Tranou/1/12/2004  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  3. Date of Earliest Tranou/1/12/2004  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  5. Number Of Execution Date, if any (Month/Day/Year)  AMERIGON II  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  AMERIGON II  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  ADIA 12/2004  5. Number Of Disposed of (D) (Instr. 3, 4 and 5)	AMERIGON INC [  AMERICAN [  AMERIGON INC [  AMERICAN [	AMERIGON INC [ ARI  (First) (Middle)  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year)  (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  04/12/2004  Stock  04/12/2004  S  Table II - Derivative Securities Acquired, Disposed of (D) Code (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  Shumber for Expirative Security  (Month/Day/Year)  (Month/Day/Year)	AMERIGON INC [ ARGN    Code   V American   Conversion   Conversion   Conversion   Core   Core   Conversion   Core   Core	AMERIGON INC [ ARGN ]  (First) (Middle)  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Stock  Date  (Month/Day/Year)  (Month/Day/Year)  A. Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year)  Stock  Date  (Month/Day/Year)  A. Securities A Disposed of (Month/Day/Year)  (Month/Day/Year)  Stock  Date  Table II - Derivative Securities Acquired, Disposed of (Month/Day/Year)  Stock  Date  (Month/Day/Year)  A. Securities A Disposed of (Month/Day/Year)  Stock  Date  Stock  Date  (Month/Day/Year)  S. Number  Of Code (Instr. (A) or Derivative Securities Acquired, Disposed of (Month/Day/Year)  Date  Date  Execution Date (Month/Day/Year)  S. Number of Derivative Securities Acquired (A) or Derivative Securities Acqu	AMERIGON INC [ ARGN ]  (First) (Middle)  (State) (Zip)   Table I - Non-Derivative Securities Acquired, Disposed of, or Be Execution Date, If any (Month/Day/Year) (Month/Day/Year)  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 28)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (A) or Exercise Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible Securities Pacquired, Disposed of (D) (Instr. 28)  (Month/Day/Year) (Month/Da	AMERIGON INC [ ARGN ]  (First) (Middle)  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock  04/12/2004  2. Transaction (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock  04/12/2004  2. Transaction (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock  04/12/2004  3. Transaction (Month/Day/Year) (Month/Day/Year)  Stock  04/13/2004  5 1,000 D \$5.573   Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Conversion of Exercise (Month/Day/Year) (Month/Day/Year)  Date (E.g., puts, calls, warrants, options, convertible securities)  Conversion (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Amount of Securities Acquired (A) or Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Conversion (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Amount of Securities (Month/Day/Year) (Month/Day/Year)  Date (Execution Date, fary) (Month/Day/Year)  Conversion (Month/Day/Year) (Month/Day/Year)  Date (Execution Date, fary) (Month/Day/Year)  Conversion (Month/Day/Year) (Month/Day/Year)  Date (Execution Date, fary) (Month/Day/Year)  Conversion (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Amount of Securities (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Date (Execution Date, fary) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Year)  Date (Month/Day/Year) (Month/Day/Ye	AMERIGON INC [ ARGN ]  (Check all application of the policy of the polic	AMERIGON INC [ ARGN ]  Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year)  Stock  O4/12/2004  Amount (A) or Securities Securit	AMERIGON INC [ ARGN ]  (First) (Middle)  (All Famendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Stock) (All 2p2004  (All 2p2004  (All 3paints Filed (Month/Day/Year) (Month/Day/Year)  (All 3paints Filed (Month/Day/Year) (Month/Day/Year)  (All 4paints Filed (Month/Day/Year) (Month/Day/Year)  (All 5paints Filed (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (All 5paints Filed (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Ye	AMERIGON INC [ ARGN ]  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date: (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock 04/12/2004 S 1,000 D \$5.573 2,404,800 I  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Ge.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Stock 04/13/2004 S 1,000 D \$5.573 2,404,800 I  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Stock 04/13/2004 S 25,000(0) D \$5.573 2,404,800 I  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Tansaction Date Securities Acquired (A) or Securities (Month/Day/Year) (Month/Day/Year)  Acquired (A) or Derivative Securities Acquired (A) or Securities (Month/Day/Year)  Date Security (Instr. 3)  Amount of Securities Securities (Month/Day/Year) (Instr. 4)  Beneficially Owned (Instr. 4)  Beneficially Owned (Instr. 4)  Beneficially Owned (Instr. 4)  Beneficially Owned (Instr. 4)  Conversion Date (Inst	AMERIGON INC [ ARGN ]  (First) (Middle)  (First) (Middle)  (First) (Middle)  (RD ST  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Stock 04/12/2004 S 1,000 D \$5.573 2,404,800 I Part Transaction (E.g., puts, calls, warrants) Date (E.g., puts, calls, warrants) Dat		

## **Explanation of Responses:**

1. This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Cayman Fund, L.P. (Cayman), Special Situations Private Equity Fund, LP (PE), Special Situations Technology Fund, L.P. (Tech) and Special Situations Technology II, L.P. (Tech II), respectively. 475,200 shares of Common Stock and 264,050 Wts are held by Cayman, 836,300 shares of Common Stock and 434,750 Wts are held by PE, 38,137 shares of Common Stock and 22,878 Wts are held by Tech and 191,563 shares of Common Stock and 116,922 Wts are held by Tech II. The interest of Marxe and Greenhouse in the shares of Common Stock owned by Cayman, PE, Tech, and Tech II is limited to the extent of his pecuniary interest.

> Austin W. Marxe 04/14/2004 David M. Greenhouse 04/14/2004

\*\* Signature of Reporting Person

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (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).

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

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