

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

Amerigon Incorporated

(Name of issuer)

Common Stock

(Title of class of securities)

03070L102

(CUSIP number)

Judy K. Mencher  
DDJ Capital Management, LLC  
141 Linden Street, Suite 4  
Wellesley, MA 02181  
617-283-8500

(Name, address and telephone number of person authorized to receive  
notices and communications)

March 31, 1997

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [ ].

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

\*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 disclosures provided in a prior cover page.

The information required on 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).

SCHEDULE 13D

CUSIP No. 03070L102	Page 2 of 13 Pages
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1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  DDJ Capital Management, LLC 04-3300754
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] SEE ITEM #5 (b) [ ]
3	SEC USE ONLY
4	SOURCE OF FUNDS* WC

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)	[ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION COMMONWEALTH OF MASSACHUSETTS	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 525,500
	8	SHARED VOTING POWER
	9	SOLE DISPOSITIVE POWER 525,500
	10	SHARED DISPOSITIVE POWER
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 525,500	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	[ ]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.19%	
14	TYPE OF REPORTING PERSON * 00	

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP No. 03070L102

Page 3 of 13 Pages

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  DDJ Overseas Corp. 98-0151108								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input checked="" type="checkbox"/> SEE ITEM #5 (b) <input type="checkbox"/>								
3	SEC USE ONLY								
4	SOURCE OF FUNDS* WC								
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>								
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Cayman Islands								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<table border="1"> <tr> <td>7</td> <td>SOLE VOTING POWER 63,600</td> </tr> <tr> <td>8</td> <td>SHARED VOTING POWER</td> </tr> <tr> <td>9</td> <td>SOLE DISPOSITIVE POWER 63,600</td> </tr> <tr> <td>10</td> <td>SHARED DISPOSITIVE POWER</td> </tr> </table>	7	SOLE VOTING POWER 63,600	8	SHARED VOTING POWER	9	SOLE DISPOSITIVE POWER 63,600	10	SHARED DISPOSITIVE POWER
7	SOLE VOTING POWER 63,600								
8	SHARED VOTING POWER								
9	SOLE DISPOSITIVE POWER 63,600								
10	SHARED DISPOSITIVE POWER								
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  63,600								
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>								
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  .51%								
14	TYPE OF REPORTING PERSON *  CO								

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP No. 03070L102

Page 4 of 13 Pages

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  The Galileo Fund, L.P. 04-3258283								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input checked="" type="checkbox"/> SEE ITEM #5 (b) <input type="checkbox"/>								
3	SEC USE ONLY								
4	SOURCE OF FUNDS* WC								
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>								
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<table border="1"> <tr> <td>7</td> <td>SOLE VOTING POWER 280,000</td> </tr> <tr> <td>8</td> <td>SHARED VOTING POWER</td> </tr> <tr> <td>9</td> <td>SOLE DISPOSITIVE POWER 280,000</td> </tr> <tr> <td>10</td> <td>SHARED DISPOSITIVE POWER</td> </tr> </table>	7	SOLE VOTING POWER 280,000	8	SHARED VOTING POWER	9	SOLE DISPOSITIVE POWER 280,000	10	SHARED DISPOSITIVE POWER
7	SOLE VOTING POWER 280,000								
8	SHARED VOTING POWER								
9	SOLE DISPOSITIVE POWER 280,000								
10	SHARED DISPOSITIVE POWER								
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  280,000								
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>								
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  2.23%								
14	TYPE OF REPORTING PERSON *  PN								

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP No. 03070L102

Page 5 of 13 Pages

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  DDJ Galileo, LLC 04-3304422								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input checked="" type="checkbox"/> SEE ITEM #5 (b) <input type="checkbox"/>								
3	SEC USE ONLY								
4	SOURCE OF FUNDS* WC								
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>								
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Commonwealth of Massachusetts								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<table border="1"> <tr> <td>7</td> <td>SOLE VOTING POWER 343,600</td> </tr> <tr> <td>8</td> <td>SHARED VOTING POWER</td> </tr> <tr> <td>9</td> <td>SOLE DISPOSITIVE POWER 343,600</td> </tr> <tr> <td>10</td> <td>SHARED DISPOSITIVE POWER</td> </tr> </table>	7	SOLE VOTING POWER 343,600	8	SHARED VOTING POWER	9	SOLE DISPOSITIVE POWER 343,600	10	SHARED DISPOSITIVE POWER
7	SOLE VOTING POWER 343,600								
8	SHARED VOTING POWER								
9	SOLE DISPOSITIVE POWER 343,600								
10	SHARED DISPOSITIVE POWER								
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  343,600								
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>								
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  2.74%								
14	TYPE OF REPORTING PERSON *  00								

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  The Copernicus Fund, L.P. 04-3193825	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input checked="" type="checkbox"/> SEE ITEM #5 (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS* WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 8 9 10	SOLE VOTING POWER 181,900 SHARED VOTING POWER SOLE DISPOSITIVE POWER 181,900 SHARED DISPOSITIVE POWER
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  181,900	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.45%	
14	TYPE OF REPORTING PERSON *  PN	

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  DDJ Copernicus, LLC 04-3304417								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input checked="" type="checkbox"/> SEE ITEM #5 (b) <input type="checkbox"/>								
3	SEC USE ONLY								
4	SOURCE OF FUNDS* WC								
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) <input type="checkbox"/>								
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Commonwealth of Massachusetts								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<table border="1"> <tr> <td>7</td> <td>SOLE VOTING POWER 181,900</td> </tr> <tr> <td>8</td> <td>SHARED VOTING POWER</td> </tr> <tr> <td>9</td> <td>SOLE DISPOSITIVE POWER 181,900</td> </tr> <tr> <td>10</td> <td>SHARED DISPOSITIVE POWER</td> </tr> </table>	7	SOLE VOTING POWER 181,900	8	SHARED VOTING POWER	9	SOLE DISPOSITIVE POWER 181,900	10	SHARED DISPOSITIVE POWER
7	SOLE VOTING POWER 181,900								
8	SHARED VOTING POWER								
9	SOLE DISPOSITIVE POWER 181,900								
10	SHARED DISPOSITIVE POWER								
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  181,900								
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>								
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.45%								
14	TYPE OF REPORTING PERSON *  00								

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

This Amendment No. 1 to Schedule 13D ("Amendment No. 1") should be read in conjunction with the Schedule 13D (the "Schedule 13D") dated March 1, 1996 filed with the Securities and Exchange Commission by DDJ Capital Management, LLC., a Massachusetts limited liability company ("DDJ"), relating to the common stock, par value \$.01 per share (the "Common Stock" or the "Shares"), of Amerigon Incorporated, a California corporation (the "Issuer" or the "Company"). This Amendment No. 1 amends the Schedule 13D only with respect to those items listed below. All capitalized terms not otherwise defined herein shall have the meanings ascribed thereto on the Schedule 13D.

The filing of this Amendment No. 1 is not, and should be deemed to be an admission that the Schedule 13D or any Amendment thereto is required to be filed.

On March 31, 1997, the Company filed its Form 10K with the Securities and Exchange Commission setting forth an increase in the amount of its outstanding Shares; due to this increase in outstanding Shares, DDJ and the DDJ Affiliates beneficially own less than 5% of the Shares outstanding and from such date are no longer required to file on Schedule 13D. This filing speaks as of March 31, 1997 and does not make any statements with respect to any day following such date.

## Item 2. Identity and Background:

Item 2 is deleted in its entirety and amended as follows:

This statement is being filed jointly by DDJ Capital Management, LLC. ("DDJ"), a Massachusetts limited liability company, DDJ Overseas Corp., a Cayman Islands corporation, The Galileo Fund, L.P., a Delaware limited partnership, DDJ Galileo, LLC, a Massachusetts limited liability company, The Copernicus Fund, L.P., a Delaware limited partnership and DDJ Copernicus, LLC, a Massachusetts limited liability company. Each of the aforementioned entities shall be collectively referred to as the "DDJ Affiliates". DDJ Copernicus, LLC is the general partner of, and DDJ (as a result of the merger of DDJ Copernicus Management, LLC with DDJ) is the investment manager for The Copernicus Fund, L.P. DDJ Galileo, LLC owns all of the voting securities of, and DDJ (as a result of the merger of DDJ Galileo Management, LLC with DDJ) is the investment manager for DDJ Overseas Corp. DDJ Galileo, LLC is the general partner of, and DDJ (as a result of the merger of DDJ Galileo Management, LLC with DDJ) is the investment manager for The Galileo Fund, L.P. The principal office of each of DDJ and the DDJ Affiliates, with the exception of DDJ Overseas Corp. is located at 141 Linden Street, Suite 4, Wellesley, Massachusetts 02181. The principal office of DDJ Overseas Corp. is: c/o Goldman Sachs (Cayman) Trust, Ltd., P.O. Box 896, Harbour Centre, George Town, Grand Cayman, Cayman Islands, British West Indies.

The name, residence, or business address, principal occupation or employment and citizenship of each of the executive officers and members of DDJ and each of the DDJ Affiliates are set forth on Schedule A hereto.

Within the past five years, none of the DDJ Affiliates or the persons listed on Schedule A has been convicted in any criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to any civil proceeding and as a result thereof was or is subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violations with respect to such laws.

The shares to which this statement relates are owned by either The Copernicus Fund, L.P., The Galileo Fund, L.P., or DDJ Overseas Corp. (collectively, the "Funds").

Item 3. Sources and Amount of Funds or Other Consideration:

Item 3 is deleted in its entirety and amended as follows:

The Funds which own or owned Shares purchased an aggregate 525,500 Shares for cash in the amount of approximately \$4,352,412.25 including broker commissions. All of the 181,900 Shares of common stock owned by The Copernicus Fund, L.P. were purchased for cash or on margin pursuant to a typical customer margin agreement with Goldman Sachs & Co.; all of the 63,600 Shares owned DDJ Overseas Corp. were purchased for cash or on margin pursuant to a typical customer margin agreement with Goldman Sachs & Co.; and all of the 280,000 Shares owned by The Galileo Fund, L.P. were purchased for cash.

During the period from January 31, 1997 to March 31, 1997, the Funds did not purchase or sell Shares; therefore the Schedule B will not be filed with this Amendment No. 1.

## Item 5. Interest in Securities of Issuer:

Paragraphs (a) and (b) of Item 5 are amended as follows:

(a) DDJ Overseas Corp. owns, and DDJ Galileo, LLC and DDJ beneficially own as majority shareholder and investment manager, respectively, of DDJ Overseas Corp. 63,600 Shares, or approximately .51% of the outstanding Shares of the Company. The Copernicus Fund, L.P. owns, and DDJ Copernicus, LLC and DDJ beneficially own, as general partner and investment manager, respectively, of The Copernicus Fund, L.P. 181,900 Shares, or approximately 1.45% of the outstanding Shares of the Company. The Galileo Fund, L.P. owns, and DDJ Galileo, LLC and DDJ beneficially own, as general partner and investment manager, respectively of The Galileo Fund, L.P. 280,000 Shares, or approximately 2.23% of the outstanding Shares of the Company. DDJ as investment manager to the Funds may be deemed to beneficially own 525,500 Shares, or approximately 4.19% of the outstanding Shares of the Company. DDJ disclaims any such beneficial ownership.

(b) Each of the aforementioned entities has sole power to vote and to dispose of the Shares so indicated.

Signature  
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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.

DDJ CAPITAL MANAGEMENT, LLC

Date:

By: /s/ Judy K. Mencher  
-----  
Judy K. Mencher  
Authorized Member

SCHEDULE A  
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The name and present principal occupation or employment of each executive officer and member of DDJ Capital Management, LLC and each of the DDJ Affiliates are set forth below. The business address of each person is 141 Linden Street, Suite 4, Wellesley, MA 02181 and the address of the corporation or organization in which such employment is conducted is the same as each person's business address, except that the principal address of DDJ Overseas Corp. is set forth in Item 2. All of the persons listed below are U.S. citizens.

NAME -----	PRINCIPAL OCCUPATION OR EMPLOYMENT -----
Daniel G. Harmetz	Principal of DDJ Capital Management, LLC, DDJ Galileo, LLC and DDJ Copernicus, LLC
David J. Breazzano	Principal of DDJ Capital Management, LLC, DDJ Galileo, LLC and DDJ Copernicus, LLC
Judy K. Mencher	Principal of DDJ Capital Management, LLC, DDJ Galileo, LLC, DDJ Copernicus, LLC and Vice President of DDJ Overseas Corp.