

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) April 28, 1997  
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AMERIGON INCORPORATED  
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(Exact Name of Issuer as Specified in its Charter)

California

0-21810

95-431855-4  
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(State or Other  
Jurisdiction  
of Incorporation  
Identification or  
Organization)

(Commission File Number)

(IRS Employer  
Identification  
Number)

404 East Huntington Drive, Monrovia, California  
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91016

(Address of Principal Executive Offices)

(Zip Code)

(Registrant's telephone number, including area code) (818) 932-1200  
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(Former Name or Former Address, if Changed Since Last Report)

ITEM 5. OTHER EVENTS

On April 28, 1997, Amerigon Incorporated (the "Company") reported 1997 first quarter results for the period ended March 31, 1997.

Revenues for the first quarter of 1997 decreased by \$2,658,000, or approximately 87%, to \$396,000, from \$3,054,000 for the quarter ended March 31, 1996. The decrease in revenues is due principally to the fact that the Company substantially completed work on its major electric vehicle development contract with Samsung Heavy Industries Co., Ltd., Kihung R&D Center and its corporate affiliates prior to the first quarter of 1997 and did not obtain any replacement development contracts during the first quarter of 1997.

The Company reported a first quarter 1997 net loss of \$1,941,000, or a loss of \$.30 per share, compared with a net loss of \$620,000, or a loss of \$.15 per share, reported for the year ago first quarter.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

The following exhibits are filed as part of this Report:

- 99.1 Condensed Balance Sheet of Amerigon Incorporated as of March 31, 1997 (unaudited), and December 31, 1996; and
- 99.2. Condensed Statement of Operations (unaudited) of Amerigon Incorporated for the three months ended March 31, 1997.

SIGNATURES

Pursuant to the requirement of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: April 28, 1997

AMERIGON INCORPORATED

By /s/ Lon E. Bell

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Its Chairman of the Board and  
Chief Executive Officer



AMERIGON INCORPORATED  
(A DEVELOPMENT STAGE ENTERPRISE)

CONDENSED STATEMENT OF OPERATIONS  
(IN THOUSANDS, EXCEPT PER SHARE DATA)

	THREE MONTHS ENDED MARCH 31,		APRIL 23, 1991 (INCEPTION) TO MARCH 31,
	1996	1997	1997
	----- (UNAUDITED)		----- (UNAUDITED)
Revenues:			
Development contracts and related grants	\$3,054	\$384	\$16,313
Grants	-	12	6,168
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Total revenues	3,054	396	22,481
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Costs and Expenses:			
Direct development contract and related grant costs	2,771	869	19,187
Direct grant costs	-	28	4,760
Research and development	384	256	9,043
Selling, general and administrative, including reimbursable expenses	555	794	14,581
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Total Costs and Expenses	3,710	1,947	47,571
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Operating Loss	(656)	(1,551)	(25,090)
Interest Income	36	67	633
Interest Expense		(117)	(328)
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Net Loss Before Extraordinary Item	(620)	(1,601)	(24,785)
Extraordinary Loss on Extinguishment of Debt	-	340	340
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Net Loss	(\$620)	(\$1,941)	(\$25,125)
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	-----	-----	-----
Net Loss Per Share Before Extraordinary Item	(\$0.15)	(\$0.25)	
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Net Loss Per Share	(\$0.15)	(\$0.30)	
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Weighted Average Number Of Shares Outstanding	4,050	6,488	
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