## SCHEDULE 13D

Amendment No. 1 Amerigon Incorporated Class A common stock Cusip # 03070L102 Filing Fee: No

Cusip # 03070L102

Item 1: Reporting Person - FMR Corp. - (Tax ID: 04-2507163)

Item 4: PF

Item 6: Commonwealth of Massachusetts

Item 7: None Item 8: None Item 9: None

 Item 10:
 None

 Item 11:
 0

 Item 13:
 0.00%

 Item 14:
 HC

## **PREAMBLE**

The filing of this Schedule 13D is not, and should not be deemed to be, an admission that such Schedule 13D is required to be filed. See the discussion under Item 2.

Item 1. Security and Issuer.

This statement relates to shares of the Class A common stock, \$0.00 par value (the "Shares") of Amerigon Incorporated, a California corporation (the "Company"). The principal executive offices of the Company are located at 404 East Huntington Drive, Monrovia, CA 91016.

Item 2. Identity and Background.

Item 2 is amended as follows:

This statement is being filed by FMR Corp., a Massachusetts Corporation ("FMR"). FMR is a holding company one of whose principal assets is the capital stock of a wholly-owned subsidiary, Fidelity Management & Research Company ("Fidelity"), which is also a Massachusetts corporation. Fidelity is an investment advisor which is registered under Section 203 of the Investment Advisors Act of 1940 and which provides investment advisory services to more than 30 investment companies which are registered under Section 8 of the Investment Company Act of 1940 and serves as investment advisor to certain other funds which are generally offered to limited groups of investors (the "Fidelity Funds"). Various directly or indirectly held subsidiaries of FMR are also engaged in investment management, venture capital asset management, securities brokerage, transfer and shareholder servicing and real estate development. The principal offices of FMR and Fidelity are located at 82 Devonshire Street, Boston, Massachusetts 02109.

Members of the Edward C. Johnson 3d family are the predominant owners of Class B shares of common stock of FMR representing approximately 49% of the voting power of FMR. Mr. Johnson 3d owns 12.0% and Abigail Johnson owns 24.5% of the aggregate outstanding voting stock of FMR. Mr. Johnson 3d is the Chairman of FMR. The Johnson family group and all other Class B shareholders have entered into a shareholders' voting agreement under which all Class B shares will be voted in accordance with the majority vote of Class B shares. Accordingly, through their ownership of voting common stock and the execution of the shareholders' voting agreement, members of the Johnson family may be deemed, under the Investment Company Act of 1940, to form a controlling group with respect to FMR. The business address and principal occupation of Mr. Johnson 3d is set forth in Schedule A hereto.

The name, residence or business address, principal occupation or employment and citizenship of each of the executive officers and directors of FMR are set forth in Schedule A hereto.

Within the past five years, none of the persons named in this Item 2 or 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.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is amended as follows:

The Fidelity Funds which own or owned Shares purchased in the aggregate 220,000 Shares for cash in the amount of approximately \$1,760,000, including brokerage commissions. The Fidelity Funds used their own assets in making such purchase and no part of the purchase price is represented by borrowed funds.

The Accounts of FMTC which own or owned Shares purchased in the aggregate 330,000 Shares for cash in the amount of approximately \$2,768,125, including brokerage commissions. The Accounts used their own assets in making such purchase and no part of the purchase price is represented by borrowed funds.

On March 1, 1996, the Shares beneficially owned by the Fidelity Funds and the Accounts decreased by 550,000 Shares as a result of the event described in Item 5(c) below.

Item 4. Purpose of Transaction.

Item 4 is amended as follows:

The purpose of Fidelity in having the Fidelity Funds and the Accounts purchase Shares is to acquire an equity interest in the Company in pursuit of specified investment objectives established by the Board of Trustees of the Fidelity Funds and by the investors in the Accounts.

Fidelity may continue to have the Fidelity Funds and the Accounts purchase Shares subject to a number of factors, including, among others, the availability of Shares of sale at what they consider to be reasonable prices and other investment opportunities that may be available to the Fidelity Funds and Accounts.

Fidelity intends to review continuously the equity position of the Fidelity Funds and Accounts in the Company. Depending upon future evaluations of the business prospects of the Company and upon other developments, including, but not limited to, general economic and business conditions and money market and stock market conditions, Fidelity may determine to cease making additional purchases of Shares or to increase or decrease the equity interest in the Company by acquiring additional Shares, or by disposing of all or a portion of the Shares.

Fidelity has no present plan or proposal which relates to or would result in (i) an extraordinary corporate transaction, such as a merger, reorganization, liquidation, or sale of transfer of a material amount of assets involving the Company or any of its subsidiaries, (ii) any change in the Company's present Board of Directors or management, (iii) any material changes in the Company's present capitalization or dividend policy or any other material change in the Company's business or corporate structure, (iv) any change in the Company's charter or by-laws, or (v) the Company's Class A common stock becoming eligible for termination of its registration pursuant to Section 12(g)(4) of the 1934 Act.

Item 5. Interest in Securities of Issuer.

Item 5 is amended as follows:

FMR, Fidelity, beneficially own all 0 Shares.

(a) FMR and FMTC beneficially own, zero Shares, or approximately 0.00% of the outstanding Shares of the Company. Neither FMR, Fidelity, nor any of its affiliates nor, to the best knowledge of FMR, any of the persons named in Schedule A hereto, beneficially owns any other Shares. The combined holdings of FMR, Fidelity, and FMTC are 0 Shares, or approximately 0.00% of the outstanding Shares of the Company.

- (b) Not applicable.
- (c) On March 1, 1996, the reporting person's beneficial ownership of Shares decreased by 550,000 Shares as a result of (i) the termination of the reporting person's interest in two Accounts and a Fidelity Fund (a private investment partnership) and (ii) the termination of investment management agreements FMTC and Fidelity had with such Accounts and Fidelity Fund, respectively.
- (d) Except as set forth in Schedule B, neither FMR, or any of its affiliates, nor, to the best knowledge of FMR, any of the persons named in Schedule A hereto has effected any transaction in Shares during the past sixty (60) days.
- (e) Inasmuch as FMR is no longer the beneficial owner of any of the number of shares outstanding, FMR has no further reporting obligation under Section 13(d) of the Securities Exchange Act of 1934 or the rules and regulations promulgated by the Securities and Exchange Commission thereunder. This statement speaks as of its date, and no inference should be drawn that no change has occurred in the facts set forth herein after the date hereof.

Item 6. Contract, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

The Funds and Accounts may from time to time own debt securities issued by the Company or its direct or indirect subsidiaries, and may from time to time purchase and/or sell such debt securities.

Item 7. Material to be Filed as Exhibits.

Not Applicable.

This statement speaks as of its date, and no inference should be drawn that no change has occurred in the facts set forth herein after the date hereof.

Signature

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.

FMR Corp.

**PRINCIPAL** 

DATE: March 12, 1996 By: /s/Arthur

Loring

Arthur Loring Vice President-Legal

## SCHEDULE A

The name and present principal occupation or employment of each executive officer and director of FMR Corp. are set forth below. The business address of each person is 82 Devonshire Street, Boston, Massachusetts 02109, and the address of the corporation or organization in which such employment is conducted is the same as his business address. All of the persons listed below are U.S. citizens.

POSITION WITH

NAME

FMR CORP. OCCUPATION

Edward C. Johnson 3d President, Chairman of the Director, CEO Board and CEO, FMR Chairman & Mng. Director

J. Gary Burkhead Director President-Fidelity

Caleb Loring, Jr. Director, Director, FMR Mng. Director

James C. Curvey Director, Sr. V.P., FMR Sr. V.P.

William L. Byrnes Vice Chairman Vice Chairman, FIL

Director & Mng.

Director

Abigail P. Johnson Director Portfolio Mgr -

Fidelity

Management &

Research

Company

Robert C. Pozen Sr. V.P. & Gen'l Sr. V.P. & Gen'l

Counsel, FMR

David C. Weinstein Sr. Vice President Sr. Vice President

Administration Administration

Gerald M. Lieberman Sr. Vice Pres. - Sr. Vice Pres. -

Chief Financial Chief Financial

Officer Officer