

Edgar Filing: KARMANOS PETER JR ET AL - Form SC 13G/A

KARMANOS PETER JR ET AL
Form SC 13G/A
January 28, 2004

OMB APPROVAL

OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden
hours per response.....11

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b),
(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO.2) *

COMPUWARE CORPORATION

(Name of Issuer)

COMMON STOCK, \$.01 PAR VALUE PER SHARE

(Title of Class of Securities)

205638-10-9

(CUSIP Number)

DECEMBER 31, 2003

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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 the
disclosures provided in a prior cover page.

The information required in 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

Edgar Filing: KARMANOS PETER JR ET AL - Form SC 13G/A

Notes).

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 CONTROL NUMBER.

SEC 1745 (12-02)

SCHEDULE 13G
CUSIP NO. 205638-10-9

-
1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Peter Karmanos, Jr.

-
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) _____
(b) _____

-
3. SEC Use Only

-
4. Citizenship or Place of Organization
United States

Number of	5.	Sole Voting Power
Shares		21,695,568
Beneficially	6.	Shared Voting Power
Owned by		0
Each	7.	Sole Dispositive Power
Reporting		9,418,318
Person With:	8.	Shared Dispositive Power
		5,856,250

-
9. Aggregate Amount Beneficially Owned by Each Reporting Person
21,695,568

-
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

-
11. Percent of Class Represented by Amount in Row (9)
5.56%
-

Edgar Filing: KARMANOS PETER JR ET AL - Form SC 13G/A

12. Type of Reporting Person (See Instructions)
IN

SCHEDULE 13G

CUSIP NO. 205638-10-9

- Item 1(a) Name of Issuer:
Compuware Corporation
- Item 1(b) Address of Issuer's Principal Executive Offices:
One Campus Martius, Detroit, MI 48226-5099
- Item 2(a) Name of Person Filing:
Peter Karmanos, Jr.
- Item 2(b) Address of Principal Business Office or, if None, Residence:
One Campus Martius, Detroit, MI 48226-5099
- Item 2(c) Citizenship:
United States
- Item 2(d) Title of Class of Securities:
Common Stock, \$.01 par value
- Item 2(e) CUSIP Number:
205638-10-9
- Item 3. If This Statement is Filed Pursuant to Rules 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: Not applicable.
- Item 4. Ownership.
- (a) Amount Beneficially Owned (as of December 31, 2003):
21,695,568
 - (b) Percent of Class:5.56%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote -
21,695,568
 - (ii) shared power to vote or to direct the vote -
0
 - (iii) sole power to dispose or to direct the disposition of - 9,418,318
 - (iv) shared power to dispose or to direct the

Edgar Filing: KARMANOS PETER JR ET AL - Form SC 13G/A

disposition of - 5,856,250

- Item 5. Ownership of Five Percent or Less of a Class.
Not applicable.
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Not applicable.
- Item 7. Identification and Classification of the Subsidiary Which Acquired
the Security Being Reported on By the Parent Holding Company or
Control Person.
Not applicable.
- Item 8. Identification and Classification of Members of the Group.
Not applicable.
- Item 9. Notice of Dissolution of Group.
Not applicable.
- Item 10. Certifications.
Not applicable.

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.

Date: January 28, 2004

By: /s/ Peter Karmanos, Jr.

Peter Karmanos, Jr.