

Edgar Filing: POWER ONE INC - Form SC 13D/A

POWER ONE INC
Form SC 13D/A
December 27, 2001

CUSIP No. 739308 10 4

Page 1 of 40 Pages

OMB APPROVAL

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

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 5) *

Power-One, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

739308 10 4

(CUSIP Number)

David A. Knight, c/o Stephens Group, Inc., 111 Center Street, Little Rock,
AR 72201, (501) 377-2573

(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications)

December 6, 2001

(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 Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule including all exhibits. See Section 240.13d-7(b) 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

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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).

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SCHEDULE 13D

- 1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Voting trust pursuant to agreement dated as of June 8, 1998
-
- 2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)
(b)
-
- 3 SEC Use Only
-
- 4 Source of Funds (See Instructions)
Not applicable
-
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
-
- 6 Citizenship or Place of Organization
Arkansas
-
- | | | |
|--|----|---------------------------------|
| | 7 | Sole Voting Power 10,172,808 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power -0- |
-
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
10,172,808
-
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
-
- 13 Percent of Class Represented by Amount in Row (11)
12.9

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 14 Type of Reporting Person (See Instructions)
 OO

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Page 3 of 40 Pages

1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

 Stephens Group, Inc.

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

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--|----|---------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 5,793,526 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
 5,793,526

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11)
 7.3

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14 Type of Reporting Person (See Instructions)
HC, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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Page 4 of 40 Pages

1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Jackson T. Stephens Trust No. One

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

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
Arkansas

7 Sole Voting Power
-0-

8 Shared Voting Power
-0-

9 Sole Dispositive Power
-0-

10 Shared Dispositive Power
137,524

11 Aggregate Amount Beneficially Owned by Each Reporting Person
137,524

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11)
0.2

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14 Type of Reporting Person (See Instructions)
OO

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Page 5 of 40 Pages

1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Jackson T. Stephens

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

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|--------------------------|
| | 7 | Sole Voting Power |
| | | -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power |
| | | -0- |
| | 9 | Sole Dispositive Power |
| | | -0- |
| | 10 | Shared Dispositive Power |
| | | 287,736 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
287,736

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11)

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0.4

14 Type of Reporting Person (See Instructions)
IN

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Page 6 of 40 Pages

1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Warren A. Stephens

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

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power 156,816 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power 264,624 |
| | 9 | Sole Dispositive Power 156,816 |
| | 10 | Shared Dispositive Power 836,925 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
993,741

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

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13 Percent of Class Represented by Amount in Row (11)
1.3

14 Type of Reporting Person (See Instructions)
IN

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Page 7 of 40 Pages

1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Bess C. Stephens Trust

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

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 150,212 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
150,212

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

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 13 Percent of Class Represented by Amount in Row (11)
 0.2

14 Type of Reporting Person (See Instructions)
 00

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Page 8 of 40 Pages

1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

 Bess C. Stephens

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

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e)

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power 40,000 |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 720,725 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
 720,725

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
 Shares (See Instructions)

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 13 Percent of Class Represented by Amount in Row (11)
 0.9

14 Type of Reporting Person (See Instructions)
 IN

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1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

 Vernon J. Giss

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

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--------------|----|--------------------------|
| | 7 | Sole Voting Power |
| | | -0- |
| NUMBER OF | 8 | Shared Voting Power |
| SHARES | | -0- |
| BENEFICIALLY | 9 | Sole Dispositive Power |
| OWNED BY | | -0- |
| EACH | 10 | Shared Dispositive Power |
| REPORTING | | 150,212 |
| PERSON | | |
| WITH | | |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
 150,212

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain

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Shares (See Instructions)

[x]

 13 Percent of Class Represented by Amount in Row (11)
 0.2

 14 Type of Reporting Person (See Instructions)
 IN

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 1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

 Warren A. Stephens Trust

 2 Check the Appropriate Box if a Member of a Group (See
 Instructions) (a) [x]
 (b) []

 3 SEC Use Only

 4 Source of Funds (See Instructions)
 Not applicable

 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e) []

 6 Citizenship or Place of Organization
 Arkansas

| | | |
|--------------|-------|--------------------------|
| | 7 | Sole Voting Power |
| | | -0- |
| NUMBER OF | ----- | |
| SHARES | 8 | Shared Voting Power |
| BENEFICIALLY | | -0- |
| OWNED BY | ----- | |
| EACH | 9 | Sole Dispositive Power |
| REPORTING | | -0- |
| PERSON | ----- | |
| WITH | 10 | Shared Dispositive Power |
| | | 110,473 |

 11 Aggregate Amount Beneficially Owned by Each Reporting Person
 110,473

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12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.1

14 Type of Reporting Person (See Instructions)
00

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Warren & Harriet Stephens Children's Trust

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 200,001 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
200,001

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 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
 0.3

14 Type of Reporting Person (See Instructions)
 00

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1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

 Jon E.M. Jacoby

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
 (b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--|----|---------------------------------------|
| | 7 | Sole Voting Power 150,566 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power 399,624 |
| | 9 | Sole Dispositive Power 150,566 |
| | 10 | Shared Dispositive Power 2,117,042 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person

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2,267,608

 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
 2.9

14 Type of Reporting Person (See Instructions)
 IN

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 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)

Harriet Calhoun Stephens Trust

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
 (b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--|----|------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 50,000 |

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11 Aggregate Amount Beneficially Owned by Each Reporting Person
50,000

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.1

14 Type of Reporting Person (See Instructions)
OO

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Harriet C. Stephens

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 50,000 |

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11 Aggregate Amount Beneficially Owned by Each Reporting Person
50,000

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.1

14 Type of Reporting Person (See Instructions)
IN

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Elizabeth Ann Stephens Campbell Revocable Trust

2 Check the Appropriate Box if a Member of a Group (See
Instructions) (a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power |

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483,286

-
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
483,286
-
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
Shares (See Instructions) [x]
-
- 13 Percent of Class Represented by Amount in Row (11)
0.6
-
- 14 Type of Reporting Person (See Instructions)
00
-

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- 1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Elizabeth Stephens Campbell
-
- 2 Check the Appropriate Box if a Member of a Group (See
Instructions) (a) [x]
(b) []
-
- 3 SEC Use Only
-
- 4 Source of Funds (See Instructions)
Not applicable
-
- 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []
-
- 6 Citizenship or Place of Organization
Arkansas
-
- | | | |
|--|---|-------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
-

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WITH 10 Shared Dispositive Power
1,013,799

11 Aggregate Amount Beneficially Owned by Each Reporting Person
1,013,799

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
1.3

14 Type of Reporting Person (See Instructions)
IN

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

W. R. Stephens, Jr. Revocable Trust

2 Check the Appropriate Box if a Member of a Group (See
Instructions) (a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|---|-------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |

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PERSON -----
 WITH 10 Shared Dispositive Power
 524,789

11 Aggregate Amount Beneficially Owned by Each Reporting Person
 524,789

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
 Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
 0.7

14 Type of Reporting Person (See Instructions)
 00

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1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)
 Wilton R. Stephens, Jr.

2 Check the Appropriate Box if a Member of a Group (See
 Instructions) (a) [x]
 (b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
 Arkansas

7 Sole Voting Power
 -0-

 NUMBER OF
 SHARES 8 Shared Voting Power
 BENEFICIALLY 40,000
 OWNED BY
 EACH 9 Sole Dispositive Power

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REPORTING PERSON WITH
 -0-

 10 Shared Dispositive Power
 1,095,302

 11 Aggregate Amount Beneficially Owned by Each Reporting Person
 1,095,302

 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain
 Shares (See Instructions) [x]

 13 Percent of Class Represented by Amount in Row (11)
 1.4

 14 Type of Reporting Person (See Instructions)
 IN

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1 Name of Reporting Persons
 I.R.S. Identification No. of Above Persons (entities only)
 Jackson T. Stephens Grandchildrens Trust AAAA

 2 Check the Appropriate Box if a Member of a Group (See
 Instructions) (a) [x]
 (b) []

 3 SEC Use Only

 4 Source of Funds (See Instructions)
 Not applicable

 5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e) []

 6 Citizenship or Place of Organization
 Arkansas

 7 Sole Voting Power
 -0-

 NUMBER OF SHARES BENEFICIALLY OWNED BY
 8 Shared Voting Power
 -0-

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| | | | |
|----|---|----------------------|--|
| | EACH REPORTING PERSON WITH | 9 ----- 10 | Sole Dispositive Power -0- Shared Dispositive Power -0- |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person -0- | | |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) | | [x] |
| 13 | Percent of Class Represented by Amount in Row (11) 0.0 | | |
| 14 | Type of Reporting Person (See Instructions) 00 | | |

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| | | |
|-----------|-------------|---------------------|
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| ----- | | |

| | | |
|---|--|------------------------------|
| 1 | Name of Reporting Persons I.R.S. Identification No. of Above Persons (entities only) Pamela Diane Stephens Trust One | |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions) | (a) [x] (b) [] |
| 3 | SEC Use Only | |
| 4 | Source of Funds (See Instructions) Not applicable | |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) | [] |
| 6 | Citizenship or Place of Organization Arkansas | |
| | | 7 Sole Voting Power -0- |
| | NUMBER OF SHARES BENEFICIALLY | 8 Shared Voting Power -0- |

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| | | |
|-----------|--|--------------------------|
| OWNED BY | ----- | |
| EACH | 9 | Sole Dispositive Power |
| REPORTING | | -0- |
| PERSON | ----- | |
| WITH | 10 | Shared Dispositive Power |
| | | 530,513 |
| ----- | | |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| | 530,513 | |
| ----- | | |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain | |
| | Shares (See Instructions) | [x] |
| ----- | | |
| 13 | Percent of Class Represented by Amount in Row (11) | |
| | 0.7 | |
| ----- | | |
| 14 | Type of Reporting Person (See Instructions) | |
| | 00 | |
| ----- | | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!
 INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

| | | |
|-----------|-------------|---------------------|
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| ----- | ----- | ----- |

| | | |
|-----------|--|---------------------|
| 1 | Name of Reporting Persons | |
| | I.R.S. Identification No. of Above Persons (entities only) | |
| | Pamela Diane Stephens | |
| ----- | | |
| 2 | Check the Appropriate Box if a Member of a Group (See | |
| | Instructions) | (a) [x] |
| | | (b) [] |
| ----- | | |
| 3 | SEC Use Only | |
| ----- | | |
| 4 | Source of Funds (See Instructions) | |
| | Not applicable | |
| ----- | | |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to | |
| | Items 2(d) or 2(e) | [] |
| ----- | | |
| 6 | Citizenship or Place of Organization | |
| | Arkansas | |
| ----- | | |
| | 7 | Sole Voting Power |
| | | -0- |
| NUMBER OF | ----- | |
| SHARES | 8 | Shared Voting Power |

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

-0-

| | | | |
|--|----|--------------------------|--|
| | 9 | Sole Dispositive Power | |
| | | -0- | |
| | 10 | Shared Dispositive Power | |
| | | 530,513 | |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
530,513

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.7

14 Type of Reporting Person (See Instructions)
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Warren Miles Amerine Stephens Trust UID 9/10/86

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

7 Sole Voting Power
-0-

NUMBER OF

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| | | | |
|-------|--|----|--------------------------|
| | SHARES | 8 | Shared Voting Power |
| | BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | -0- |
| ----- | | | |
| | | 9 | Sole Dispositive Power |
| | | | -0- |
| ----- | | | |
| | | 10 | Shared Dispositive Power |
| | | | 90,000 |
| ----- | | | |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person | | |
| | 90,000 | | |
| ----- | | | |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) | | [x] |
| ----- | | | |
| 13 | Percent of Class Represented by Amount in Row (11) | | |
| | 0.1 | | |
| ----- | | | |
| 14 | Type of Reporting Person (See Instructions) | | |
| | 00 | | |
| ----- | | | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!
 INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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| | | |
|-------|---|--------------------|
| 1 | Name of Reporting Persons I.R.S. Identification No. of Above Persons (entities only) | |
| | John Calhoun Stephens Trust UID 12/01/87 | |
| ----- | | |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | | (a) [x] (b) [] |
| ----- | | |
| 3 | SEC Use Only | |
| ----- | | |
| 4 | Source of Funds (See Instructions) | |
| | Not applicable | |
| ----- | | |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) | [] |
| ----- | | |
| 6 | Citizenship or Place of Organization | |
| | Arkansas | |
| ----- | | |
| | 7 | Sole Voting Power |

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-0-

| | | |
|--|--|------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 90,000 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 90,000 | |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x] | |
| 13 | Percent of Class Represented by Amount in Row (11) 0.1 | |
| 14 | Type of Reporting Person (See Instructions) 00 | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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| | | |
|---|---|--|
| 1 | Name of Reporting Persons I.R.S. Identification No. of Above Persons (entities only) Laura Whitaker Stephens Trust UID 12/28/90 | |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x] (b) [] | |
| 3 | SEC Use Only | |
| 4 | Source of Funds (See Instructions) Not applicable | |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) [] | |
| 6 | Citizenship or Place of Organization Arkansas | |

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| | | |
|--|--|------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 90,000 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 90,000 | |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) [x] | |
| 13 | Percent of Class Represented by Amount in Row (11) 0.1 | |
| 14 | Type of Reporting Person (See Instructions) 00 | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!
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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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| | | |
|---|---|--|
| 1 | Name of Reporting Persons I.R.S. Identification No. of Above Persons (entities only) J & J Partners | |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x] (b) [] | |
| 3 | SEC Use Only | |
| 4 | Source of Funds (See Instructions) Not applicable | |
| 5 | Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) [] | |

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6 Citizenship or Place of Organization
Arkansas

| | | |
|--------------------------|----|---------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES | 8 | Shared Voting Power -0- |
| BENEFICIALLY OWNED BY | | |
| EACH | 9 | Sole Dispositive Power -0- |
| REPORTING PERSON | | |
| WITH | 10 | Shared Dispositive Power -0- |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
-0-

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13 Percent of Class Represented by Amount in Row (11)
0.0

14 Type of Reporting Person (See Instructions)
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Jacoby Enterprises, Inc.

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

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

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5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | Sole Voting Power -0- |
| | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 295,451 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
295,451

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.4

14 Type of Reporting Person (See Instructions)
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Coral Two Corporation

2 Check the Appropriate Box if a Member of a Group (See Instructions)
(a) [x]
(b) []

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3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|---------------------|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES | 8 | Shared Voting Power -0- |
| BENEFICIALLY | 9 | Sole Dispositive Power -0- |
| OWNED BY | 10 | Shared Dispositive Power 283,544 |
| EACH | | |
| REPORTING | | |
| PERSON | | |
| WITH | | |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
283,544

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.4

14 Type of Reporting Person (See Instructions)
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Douglas H. Martin

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2 Check the Appropriate Box if a Member of a Group (See Instructions)
(a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 203,835 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
203,835

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.3

14 Type of Reporting Person (See Instructions)
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

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Curtis F. Bradbury, Jr.

 2 Check the Appropriate Box if a Member of a Group (See Instructions) (a) [x]
 (b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
 Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
 Arkansas

| | | |
|--|----|-------------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power 278,049 |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
 278,049

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
 (See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
 0.4

14 Type of Reporting Person (See Instructions)
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
 INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Bradbury Enterprises

2 Check the Appropriate Box if a Member of a Group (See Instructions)
(a) [x]
(b) []

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e) []

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|--------------------------|
| | 7 | Sole Voting Power |
| | | -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power |
| | | -0- |
| | 9 | Sole Dispositive Power |
| | | -0- |
| | 10 | Shared Dispositive Power |
| | | -0- |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
-0-

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions) [x]

13 Percent of Class Represented by Amount in Row (11)
0.0

14 Type of Reporting Person (See Instructions)
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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1 Name of Reporting Persons
I.R.S. Identification No. of Above Persons (entities only)

Coral Partners

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)
(b)

3 SEC Use Only

4 Source of Funds (See Instructions)
Not applicable

5 Check Box if Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)

6 Citizenship or Place of Organization
Arkansas

| | | |
|--|----|---------------------------------|
| | 7 | Sole Voting Power -0- |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8 | Shared Voting Power -0- |
| | 9 | Sole Dispositive Power -0- |
| | 10 | Shared Dispositive Power -0- |

11 Aggregate Amount Beneficially Owned by Each Reporting Person
-0-

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13 Percent of Class Represented by Amount in Row (11)
0.0

14 Type of Reporting Person (See Instructions)
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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This Amendment No. 5 amends and supplements the Schedule 13D initially filed by the Reporting Persons on June 11, 1998. It is being filed to report a decrease in beneficial ownership of Power-One common stock by certain of the Reporting Persons. Except as set forth below, there are no changes in the Schedule 13D. Capitalized terms not otherwise defined herein shall have the same meanings as defined in the Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5 is hereby amended by deleting the previous Item 5 and replacing it in its entirety with the following:

(a) The table below discloses the ownership of the common stock of Power-One by the Reporting Persons and their respective directors and executive officers.

| Name | Number of Shares | Percent of Outstanding Shares | Voting |
|---|------------------|-------------------------------|------------------|
| ----- | ----- | ----- | ----- |
| Voting Trust pursuant to the Voting Trust Agreement | 10,172,808 | 12.9 | 10,172,808 |
| Stephens Group, Inc. | 5,793,526 | 7.3 | — |
| Jackson T. Stephens Trust No. One | 137,524 | 0.2 | — |
| Bess C. Stephens Trust | 150,212 | 0.2 | — |
| Warren A. Stephens Trust | 110,473 | 0.1 | — |
| Warren & Harriet Stephens Children's Trust | 200,001 | 0.3 | — |
| Harriet Calhoun Stephens Trust | 50,000 | 0.1 | — |
| Elizabeth Ann Stephens Campbell Revocable Trust | 483,286 | 0.6 | — |
| W. R. Stephens, Jr. Revocable Trust | 524,789 | 0.7 | — |
| Jackson T. Stephens Grandchildrens Trust AAAA | -- | -- | — |
| Pamela Diane Stephens Trust One | 530,513 | 0.7 | — |
| Warren Miles Amerine Stephens Trust | 90,000 | 0.1 | — |
| John Calhoun Stephens Trust | 90,000 | 0.1 | — |
| Laura Whitaker Stephens Trust | 90,000 | 0.1 | — |
| Jackson T. Stephens (1) | 287,736 | 0.4 | — |
| Warren A. Stephens (2) | 993,741 | 1.3 | Sole: Shared: |
| Bess C. Stephens (3) | 720,725 | 0.9 | Shared: |
| Vernon J. Giss (4) | 150,212 | 0.2 | — |
| Jon E.M. Jacoby (5) | 2,267,608 | 2.9 | Sole: Shared: |
| Harriet C. Stephens (6) | 50,000 | 0.1 | — |
| Elizabeth Stephens Campbell (7) | 1,013,799 | 1.3 | — |
| Wilton R. Stephens, Jr. (8) | 1,095,302 | 1.4 | Shared: |
| Pamela Diane Stephens (9) | 530,513 | 0.7 | — |
| J & J Partners | -0- | 0.0 | — |
| Jacoby Enterprises, Inc. | 295,451 | 0.4 | — |
| Coral Two Corporation | 283,544 | 0.4 | — |

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| | | | |
|-------------------------|---------|-----|---------|
| Douglas H. Martin (10) | 203,835 | 0.3 | - |
| Curtis F. Bradbury, Jr. | 278,049 | 0.4 | - |
| Bradbury Enterprises | -0- | 0.0 | - |
| I. Ernest Butler (11) | 135,000 | 0.2 | Shared: |
| Coral Partners | -0- | 0.0 | - |
| Craig D. Campbell | -0- | 0.0 | - |
| William Walker | 2,500 | 0.0 | Sole: |

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(1) Includes 137,524 shares beneficially owned by Jackson T. Stephens Trust No. One and 150,212 shares beneficially owned by Bess C. Stephens Trust, of which Jackson T. Stephens is a trustee.

(2) Includes 137,524 shares beneficially owned by Jackson T. Stephens Trust No. One, 110,473 shares beneficially owned by Warren A. Stephens Trust, 90,000 shares beneficially owned by each of Warren Miles Amerine Stephens Trust, John Calhoun Stephens Trust and Laura Whitaker Stephens Trust, and 88,208 shares owned by each of Grandchild's Trust One UID 12/16/85, Grandchild's Trust Two UID 12/16/85 and Grandchild's Trust Three UID 12/89. Mr. Stephens is a trustee for each of these trusts. Also includes 211,120 shares owned by Stephens Inc. Custodian for Warren A. Stephens IRA.

(3) Includes 150,212 shares beneficially owned by Bess C. Stephens Trust, 530,513 shares beneficially owned by Pamela Diane Stephens Trust One and 40,000 shares owned by W.R. Stephens, Jr. Children's Trust UID 3/1/95. Ms. Stephens is a trustee for each of these trusts.

(4) Includes 150,212 shares beneficially owned by Bess C. Stephens Trust, of which Vernon J. Giss is a trustee.

(5) Includes 88,208 shares owned by each of Grandchild's Trust One UID 12/16/85, Grandchild's Trust Two UID 12/16/85 and Grandchild's Trust Three UID 12/89, 200,001 shares beneficially owned by Warren & Harriet Stephens Children's Trust UID 9/30/87, 245,322 shares beneficially owned by each of Nicolas M. Stephens Trust AAAA, Caroline A. Stephens Trust AAAA and J.T. Stephens III Trust AAAA, and 45,000 shares owned by each of Susan Stephens Campbell 1995 Trust UID 12/4/95, Craig D. Campbell, Jr. 1995 Trust UID 12/4/95 and Elizabeth Chisum Campbell 1995 Trust UID 12/4/95. Mr. Jacoby is a trustee for each of these trusts. Also includes 295,451 shares beneficially owned by Jacoby Enterprises, Inc., 283,544 shares beneficially owned by Coral Two Corporation, 30,566 shares owned by Delaware Charter Guarantee & Trust F/B/O Jon E.M. Jacoby Keogh, and 154,048 shares beneficially owned by Mr. Jacoby. Also includes 120,000 shares which may be acquired upon the exercise of options. Also includes 48,408 shares owned by Etablissement Landeco Vaduz over which Mr. Jacoby has a power of attorney.

(6) Includes 50,000 shares beneficially owned by Harriet Calhoun Stephens Trust, of which Harriet C. Stephens is a trustee. Excludes shares beneficially owned by Harriet Calhoun Stephens' husband, Warren A. Stephens, listed in note (2) above.

(7) Includes 483,286 shares beneficially owned by Elizabeth Ann Stephens Campbell Revocable Trust and 530,513 shares beneficially owned by Pamela Diane Stephens Trust One, of which Elizabeth Stephens Campbell is a trustee.

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(8) Includes 524,789 shares beneficially owned by W. R. Stephens, Jr. Revocable Trust and 530,513 shares beneficially owned by Pamela Diane Stephens Trust One, of which Wilton R. Stephens, Jr. is a trustee. Also includes 40,000 shares owned by W.R. Stephens, Jr. Children's Trust UID 3/1/95, of which Wilton R. Stephens, Jr. is a trustee.

(9) Includes 530,513 shares beneficially owned by Pamela Diane Stephens Trust One, of which Pamela Diane Stephens is a trustee.

(10) Includes 43,176 shares beneficially owned by Stephens Inc. Custodian for Douglas H. Martin IRA and 40,659 shares beneficially owned by Mr. Martin. Also includes 120,000 shares which may be acquired upon the exercise of options.

(11) Includes 45,000 shares owned by each of Susan Stephens Campbell 1995 Trust UID 12/4/95, Craig D. Campbell, Jr. 1995 Trust UID 12/4/95 and Elizabeth Chisum Campbell 1995 Trust UID 12/4/95. Mr. Butler is a trustee for each of these trusts.

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(b) The table below discloses the beneficial ownership of common stock of Power-One by persons who may comprise a group with any of the Reporting Persons within the meaning of Rule 13-d(3) of the Exchange Act. The persons listed below expressly disclaim membership in any group pursuant to Regulation 13D.

| Name ----- | Number of Shares ----- |
|---|---------------------------|
| Stephens Inc. | 17,600 |
| Grandchild's Trust One | 88,208 |
| Grandchild's Trust Two | 88,208 |
| Grandchild's Trust Three | 88,208 |
| K. Rick Turner | 6,600 |
| C. Ray Gash | 28,524 |
| Robert L. Schulte | 7,430 |
| William S. Walker | 500 |
| Gordon D. Grender & Amanda F. Grender, JTWROS | 235,224 |
| Susan Stephens Campbell 1995 Trust | 45,000 |
| Craig D. Campbell, Jr. 1995 Trust | 45,000 |
| Elizabeth Chisum Campbell 1995 Trust | 45,000 |
| W. R. Stephens, Jr. Children's Trust | 40,000 |

(c) The Voting Trustee expressly disclaims beneficial ownership of any securities covered by this Schedule 13D.

(d) The table below discloses the sale of shares of Power-One common stock by certain of the Reporting Persons during the past sixty days. All of such sales were effected in broker's transactions.

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| Name ----- | Date ----- |
|--|--|
| Stephens Group, Inc. | 12/05/01 12/06/01 12/07/01 12/10/01 |
| Jackson T. Stephens | 12/05/01 12/06/01 12/07/01 |
| Bess C. Stephens Trust UID 1/4/85 | 12/05/01 12/06/01 12/07/01 |
| Warren & Harriet Stephens Children's Trust | 12/05/01 12/06/01 12/07/01 |

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| Name ----- | Date ----- |
|---|----------------------------------|
| Harriet Calhoun Stephens Trust | 12/05/01 12/06/01 12/07/01 |
| Warren A. Stephens | 12/05/01 12/06/01 12/07/01 |
| W.R. Stephens Jr. Revocable Trust | 12/05/01 12/06/01 12/07/01 |
| W.R. Stephens, Jr. | 12/05/01 12/06/01 12/07/01 |
| Elizabeth Ann Stephens Campbell Revocable Trust | 12/05/01 12/06/01 12/07/01 |
| Pamela Diane Stephens Trust One UID 4/10/92 | 12/05/01 12/06/01 |

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| | |
|---|----------------------------------|
| | 12/07/01 |
| Warren Miles Amerine Stephens Trust UID 9/10/86 | 12/05/01 12/06/01 12/07/01 |
| John Calhoun Stephens Trust UID 12/1/87 | 12/05/01 12/06/01 12/07/01 |
| Laura Whitaker Stephens Trust UID 12/28/90 | 12/05/01 12/06/01 12/07/01 |
| Jon Jacoby | 12/11/01 12/12/01 |

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| Name ----- | Date ----- |
|-------------------------|----------------------------------|
| Jacoby Enterprises | 12/11/01 |
| Doug Martin | 11/15/01 12/05/01 12/05/01 |
| Curtis F. Bradbury, Jr. | 12/05/01 |

(e) Curtis F. Bradbury, Jr. gifted 8,495 shares on December 7, 2001.

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SIGNATURES

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.

Dated: December 27, 2001

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STEPHENS GROUP, INC.

By: /s/ WARREN A. STEPHENS

Warren A. Stephens
President

JACKSON T. STEPHENS TRUST NO. ONE

By: /s/ JACKSON T. STEPHENS

Jackson T. Stephens, Trustee

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

BESS C. STEPHENS TRUST

By: /s/ BESS C. STEPHENS

Bess C. Stephens, Trustee

By: /s/ JACKSON T. STEPHENS

Jackson T. Stephens, Trustee

By: /s/ VERNON J. GISS

Vernon J. Giss, Trustee

WARREN A. STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

WARREN & HARRIET STEPHENS CHILDREN'S
TRUST

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Trustee

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HARRIET CALHOUN STEPHENS TRUST

By: /s/ HARRIET C. STEPHENS

Harriet C. Stephens, Trustee

ELIZABETH ANN STEPHENS CAMPBELL
REVOCABLE TRUST

By: /s/ ELIZABETH STEPHENS CAMPBELL

Elizabeth Stephens Campbell, Trustee

W. R. STEPHENS, JR. REVOCABLE TRUST

By: /s/ WILTON R. STEPHENS, JR.

Wilton R. Stephens, Jr., Trustee

JACKSON T. STEPHENS GRANDCHILDRENS TRUST
AAAA

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Trustee

PAMELA DIANE STEPHENS TRUST ONE

By: /s/ BESS C. STEPHENS

Bess C. Stephens, Trustee

By: /s/ ELIZABETH STEPHENS CAMPBELL

Elizabeth Stephens Campbell, Trustee

By: /s/ WILTON R. STEPHENS, JR.

Wilton R. Stephens, Jr., Trustee

By: /s/ PAMELA DIANE STEPHENS

Pamela Diane Stephens, Trustee

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WARREN MILES AMERINE STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

JOHN CALHOUN STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

LAURA WHITAKER STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

J&J PARTNERS

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Managing Partner

JACOBY ENTERPRISES, INC.

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, President

CORAL TWO CORPORATION

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, President

CORAL PARTNERS

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Partner

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Partner

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BRADBURY ENTERPRISES

By: /s/ CURTIS F. BRADBURY, JR.

Curtis F. Bradbury, Jr., Partner

/s/ DOUGLAS H. MARTIN

Douglas H. Martin

/s/ CURTIS F. BRADBURY, JR.

Curtis F. Bradbury, Jr.

/s/ JACKSON T. STEPHENS

Jackson T. Stephens

/s/ WARREN A. STEPHENS

Warren A. Stephens

/s/ BESS C. STEPHENS

Bess C. Stephens

/s/ VERNON J. GISS

Vernon J. Giss

/s/ JON E.M. JACOBY

Jon E.M. Jacoby

/s/ HARRIET C. STEPHENS

Harriet C. Stephens

/s/ ELIZABETH STEPHENS CAMPBELL

Elizabeth Stephens Campbell

/s/ WILTON R. STEPHENS, JR.

Wilton R. Stephens, Jr.

/s/ PAMELA DIANE STEPHENS

Pamela Diane Stephens

/s/ JAMES SOMMERS

James Sommers, trustee pursuant to
Voting Trust Agreement dated as of
June 8, 1998

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) of Regulation 13D of the Securities Exchange Act of 1934, as amended, the persons or entities below agree to the joint filing on behalf of each of them of this statement on Schedule 13D (including any and all amendments thereto) with respect to the Common Stock of Power-One, Inc. and further agree that this Joint Filing Agreement be included as an Exhibit to such joint filings. In evidence thereof the undersigned, being duly authorized, hereby execute this Agreement as of the 30th day of November, 2000.

STEPHENS GROUP, INC.

By: /s/ JACKSON T. STEPHENS

Jackson T. Stephens
Chairman of the Board of Directors

JACKSON T. STEPHENS TRUST NO. ONE

By: /s/ JACKSON T. STEPHENS

Jackson T. Stephens, Trustee

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

BESS C. STEPHENS TRUST

By: /s/ BESS C. STEPHENS

Bess C. Stephens, Trustee

By: /s/ JACKSON T. STEPHENS

Jackson T. Stephens, Trustee

By: /s/ VERNON J. GISS

Vernon J. Giss, Trustee

WARREN A. STEPHENS TRUST

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By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

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WARREN & HARRIET STEPHENS CHILDREN'S
TRUST

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Trustee

HARRIET CALHOUN STEPHENS TRUST

By: /s/ HARRIET C. STEPHENS

Harriet C. Stephens, Trustee

ELIZABETH ANN STEPHENS CAMPBELL
REVOCABLE TRUST

By: /s/ ELIZABETH STEPHENS CAMPBELL

Elizabeth Stephens Campbell, Trustee

W. R. STEPHENS, JR. REVOCABLE TRUST

By: /s/ WILTON R. STEPHENS

Wilton R. Stephens, Jr., Trustee

JACKSON T. STEPHENS GRANDCHILDRENS TRUST
AAAA

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Trustee

PAMELA DIANE STEPHENS TRUST ONE

By: /s/ BESS C. STEPHENS

Bess C. Stephens, Trustee

By: /s/ ELIZABETH STEPHENS CAMPBELL

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Elizabeth Stephens Campbell, Trustee

By: /s/ WILTON R. STEPHENS, JR.

Wilton R. Stephens, Jr., Trustee

By: /s/ PAMELA DIANE STEPHENS

Pamela Diane Stephens, Trustee

CUSIP No. 739308 10 4

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WARREN MILES AMERINE STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

JOHN CALHOUN STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

LAURA WHITAKER STEPHENS TRUST

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Trustee

J&J PARTNERS

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, Managing Partner

JACOBY ENTERPRISES, INC.

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, President

CORAL TWO CORPORATION

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By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, President

CORAL PARTNERS

By: /s/ WARREN A. STEPHENS

Warren A. Stephens, Partner

CUSIP No. 739308 10 4

Page 4 of 4 Pages

By: /s/ JON E.M. JACOBY

Jon E.M. Jacoby, General Partner

BRADBURY ENTERPRISES

By: /s/ CURTIS F. BRADBURY, JR.

Curtis F. Bradbury, Jr., Partner

/s/ DOUGLAS H. MARTIN

Douglas H. Martin

/s/ CURTIS F. BRADBURY, JR.

Curtis F. Bradbury, Jr.

/s/ JACKSON T. STEPHENS

Jackson T. Stephens

/s/ WARREN A. STEPHENS

Warren A. Stephens

/s/ BESS C. STEPHENS

Bess C. Stephens

/s/ VERNON J. GISS

Vernon J. Giss

/s/ JON E.M. JACOBY

Jon E.M. Jacoby

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/s/ HARRIET C. STEPHENS

Harriet C. Stephens

/s/ ELIZABETH STEPHENS CAMPBELL

Elizabeth Stephens Campbell

/s/ WILTON R. STEPHENS, JR.

Wilton R. Stephens, Jr.

/s/ PAMELA DIANE STEPHENS

Pamela Diane Stephens

/s/ JAMES SOMMERS

James Sommers, trustee pursuant to
Voting Trust Agreement dated as of
June 8, 1998