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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

MAY 2, 2000
DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

AMKOR TECHNOLOGY, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

0-29472	23-1722724
COMMISSION FILE NUMBER	(I.R.S. EMPLOYER IDENTIFICATION NUMBER)

1345 ENTERPRISE DRIVE
WEST CHESTER, PA 19380
(610) 431-9600
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES AND ZIP CODE)

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ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

On May 2, 2000, Amkor Technology, Inc. ("Amkor"), through a wholly-owned subsidiary, Amkor Technology Korea, Inc. ("Amkor Korea"), completed an acquisition of three semiconductor packaging and test facilities, known as K1, K2 and K3, located in Korea from Anam Semiconductor, Inc. ("ASI"). On May 12, 2000, the company filed a current report on Form 8-K related to the acquisition which incorporated by reference pro forma financial information as of and for the year ended December 31, 1999. Filed herein is pro forma financial information as of and for the three months ended March 31, 2000.

UNAUDITED PRO FORMA CONSOLIDATED FINANCIAL DATA OF AMKOR

The unaudited pro forma consolidated balance sheet as of March 31, 2000 appearing below gives effect to the following transactions as if they had occurred on March 31, 2000:

- our $410.0 million private placement of our common stock;

- our incurrence of $750.0 million of new secured bank debt;

- our acquisition of K1, K2 and K3 for $950.0 million;

- our $459.0 million equity investment in ASI;

- ASI's use of the net proceeds from its sale of K1, K2 and K3 and our investment, principally to repay outstanding debt; and

- the expected conversion of 150 billion Korean won (approximately $132 million) of ASI's debt to equity by ASI's creditor banks.

The unaudited pro forma consolidated income statement gives effect to the above transactions and the following historical transactions for the three months ended March 31, 2000 appearing below as if they occurred on January 1, 1999:

- our sale of $258.75 million of 5% Convertible Subordinated Notes due 2007.

The unaudited pro forma consolidated financial information appearing below is not necessarily indicative of the results of operations and financial condition that we would have achieved if the transactions described above had actually been consummated on such dates, nor are they necessarily indicative of the future results and financial condition we will achieve. Accordingly, our future results and financial condition could vary significantly from the unaudited pro forma consolidated financial information appearing below.

We have used the purchase method of accounting in accordance with APB Opinion No. 16 "Business Combinations" to prepare the accompanying unaudited pro forma consolidated financial information. Under this method of accounting, we allocated the $950.0 million aggregate purchase price of K1, K2 and K3, to specific assets acquired based on their estimated fair values. The purchase price does not include the estimated $30.9 million transaction fees and expenses incurred in connection with our acquisition of K1, K2 and K3 and the related financing. The balance of the purchase price for K1, K2 and K3 represents the excess of cost over net assets acquired. We have estimated the preliminary fair value of K1, K2 and K3 assets based primarily on our knowledge of this business and on information furnished by ASI. We will determine the final allocation of the purchase price based upon the receipt of an appraisal. Accordingly, we may not finalize purchase accounting adjustments for up to one year after the closing of our acquisition of K1, K2 and K3.

We have used the equity method of accounting in accordance with APB Opinion No. 18 to prepare the accompanying unaudited pro forma financial information to give effect to our investment in ASI. Under this method of accounting, our investment in ASI is carried at cost plus or minus our equity in all increases or decreases in the investee's net assets after the date of investment. Under the equity method, net income and stockholders' equity of the investor should be the same as if the investor fully consolidated the investee. Accordingly, we have included in the unaudited pro forma consolidated income statement for the the three months ended March 31, 2000 the equity in the loss of ASI, including amortization of the excess of the cost of our investment over the underlying equity in the net assets.

We have prepared the unaudited pro forma consolidated financial information in accordance with U.S. GAAP. These principles require us to make extensive use of estimates and assumptions that affect: (1) the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and (2) the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates.

UNAUDITED PRO FORMA CONSOLIDATED BALANCE SHEET AS OF MARCH 31, 2000

	AMKOR HISTORICAL	K1, K2 AND K3 HISTORICAL	PRO FORMA ADJUSTMENTS FOR ACQUISITION OF K1, K2 AND K3 AND OUR INVESTMENT IN ASI	PRO FORMA ADJUSTMENTS FOR OUR PRIVATE EQUITY FINANCING AND OUR NEW SECURED BANK DEBT	PRO FORMA AS ADJUSTED
			(IN THOUSANDS)		
ASSETS					

Cash and cash equivalents	$ 318,264	$ --	$ --	$ (219,868)(a)	$ 98,396
Short-term investments	134,104	--	--	(134,104)(a)	--
Accounts receivable:	--				
Trade	195,871	3,240	(3,240)(b)	69,300 (e)	265,171
Due from affiliates	2,575	354,681	(354,681)(b)		2,575
Other	7,220	8,316	(8,316)(b)		7,220
Inventories	81,068	6,451			87,519
Other current assets	16,391	2,289	(2,289)(b)		16,391
Total current assets	755,493	374,977	(368,526)	(284,672)	477,272
Property, plant and equipment, net	916,304	400,287	24,713 (c)		1,341,304
Investments	64,664	--	459,000 (i)	--	523,664
Other assets:					
Due from Affiliates	27,020	29	(29)(b)		27,020
Excess of cost over net assets acquired	225,989	--	518,549(d)		744,538
Deferred income taxes	--	36,238	(36,238)(b)		--
Other	76,724	4,939	(4,939)(b)	23,812(f)	100,536
Total other assets	329,733	41,206	477,343	23,812	872,094
Total assets	$2,066,194	$816,470	$ 592,530	$ (260,860)	$3,214,334
LIABILITIES AND STOCKHOLDERS' EQUITY					
Bank overdraft	$ 20,031	$ --	$ --	$ --	$ 20,031
Short-term borrowings and current portion of long-term debt	2,839	--	--	(2,839)(j)	--
Trade accounts payable	130,787	60,634	(60,634)(b)		130,787
Due to affiliates	30,912	14,376	(14,376)(b)		30,912
Accrued expenses	93,456	13,463	(13,463)(b)		93,456
Accrued income taxes	47,395	--	--		47,395
Total current liabilities	325,420	88,473	(88,473)	(2,839)	322,581
Long-term debt	9,021	--	--	750,000 (g) (9,021)(j)	750,000
Due to Affiliates	--	112,694	(112,694)(b)	--	--
Senior and senior subordinated notes	625,000	--	--	--	625,000
Convertible subordinated notes	309,213	--	--	--	309,213
Other noncurrent liabilities	18,165	50,050	(50,050)(b)	--	18,165
Total liabilities	1,286,819	251,217	(251,217)	738,140	2,024,959
Stockholders' equity:					
Common stock	131	--	--	21(h)	152
Warrants to purchase common stock	--	--	--	35,000(h)	35,000
Additional paid-in capital	556,458	--	--	374,979(h)	931,437
Receivable from stockholders	(3,276)	--	--	--	(3,276)
Retained earnings	226,889	--	--	--	226,889
Accumulated other comprehensive income	(827)	--	--	--	(827)
Net assets (liabilities)	--	565,253	(565,253)(b)	--	--
Total stockholders' equity	779,375	565,253	(565,253)	410,000	1,189,375
Total liabilities and stockholders' equity	$2,066,194	$816,470	$(816,470)	$1,148,140	$3,214,334

(a) Net cash used to acquire K1, K2 and K3, to make the additional investment in ASI and to pay transaction fees and expenses.

(b) The elimination of those assets and liabilities of K1, K2 and K3 that we did not acquire or assume as part of our acquisition of K1, K2 and K3.

(c) The excess of the fair value over the book value of the property, plant and equipment acquired.

(d) The excess of the purchase price for K1, K2 and K3 over the estimated fair values of the net assets acquired.

(e) The repurchase of accounts receivable to retire our accounts receivable sales agreement.

(f) Unpaid transaction fees and expenses, which have been recorded as deferred financing costs and will be amortized over the terms of the debt financing.

(g) The financing of the transactions with $750.0 million of new secured bank debt.

(h) The issuance of 20,500,000 shares of common stock we issued in a private equity offering and the fair value of the related warrants to purchase 3,895,000 shares of common stock at $27.50 per share.

(i) Our additional $459.0 million investment in ASI.

(j) The paydown of existing debt.

UNAUDITED PRO FORMA CONSOLIDATED INCOME STATEMENT
FOR THE THREE MONTHS ENDED MARCH 31, 2000

	AMKOR HISTORICAL	K1, K2 AND K3 HISTORICAL	PRO FORMA ADJUSTMENTS FOR ACQUISITION OF K1, K2 AND K3 AND OUR INVESTMENT IN ASI	PRO FORMA ADJUSTMENTS FOR OUR PRIVATE EQUITY FINANCING AND OUR NEW SECURED BANK DEBT	PRO FORMA AS ADJUSTED
			(IN THOUSANDS)		
Net Revenues	$554,811	$129,104	$(121,482)(a)		$562,433
Cost of revenues - including purchases from ASI	445,968	80,248	(121,482)(a) 12,964 (b) (9,156)(c)		408,542
Gross profit	108,843	48,856	(3,808)	--	153,891
Operating expenses:					
Selling, general and administrative	42,071	4,649			46,720
Research and development	3,371	1,291			4,662
Total operating expenses	45,442	5,940	--	--	51,382
Operating income	63,401	42,916	(3,808)	--	102,509
Other (income) expense:					
Interest expense, net	15,429	(6,012)	6,012 (d)	20,209 (g) 1,590 (h) (297)(h)	36,931
Foreign currency (gain) loss	836	1,952	(1,952)(d)		836
Other (income) expense, net	2,360	(2,506)		(1,161)(i)	(1,307)
Total other (income) expense	18,625	(6,566)	4,060	20,341	36,460
Income (loss) before income taxes and equity income (loss) of investees	44,776	49,482	(7,868)	(20,341)	66,049
Provision for (benefit from) income taxes	8,956	14,374	(14,374)(f)	(153)(e)	8,803
Equity in income (loss) of investees	1,336	--	(7,383)(j)		(6,047)
Net income	$ 37,156	$ 35,108	$ (877)	$(20,188)	$ 51,199
Basic net income per common share	$ 0.28				$ 0.34
Diluted net income per common share	$ 0.27				$ 0.32
Shares used in computing basic net income per common share	130,872				151,372
Shares used in computing diluted net income per common share	138,538				160,495

(a) We have eliminated the processing charges that we have paid to ASI for services performed for us at the K1, K2 and K3 facilities under our supply agreements. Because we currently sell substantially all of K1, K2 and K3's services, the net revenue from the sale of these services to our customers is already reflected in our historical net revenues.

(b) Represents the amortization of goodwill related to our acquisition of acquisition of K1, K2 and K3, assuming a ten-year life.

(c) Represents change in depreciation expense based on adjusted book values of acquired property, plant and equipment of K1, K2 and K3.

(d) Represents the elimination of interest expense and foreign currency losses related to the debt of K1, K2 and K3 which we have not assumed as part of the acquisition of K1, K2 and K3.

(e) Represents an income tax benefit due to the pro forma adjustments for interest expense.

(f) Represents the elimination of income tax expenses at K1, K2 and K3 due to the fact that profits of K1, K2 and K3 will be subject to a tax holiday in Korea.

(g) Represents (1) interest expense on $750.0 million of new secured bank debt and on $258.75 million of Convertible Notes at an assumed weighted average interest rate of 8.17% and (2) $1.4 million of amortization of debt issuance costs, which are amortized over the life of the respective debt.

(h) Represents interest on funds used to repurchase accounts receivable of $69.3 million and to fund transaction costs and expenses net of interest savings as a result of the pay down of $11.9 million of our existing debt.

(i) Represents fees paid by us under our accounts receivable sale agreement.

(j) Represents our equity in the loss of ASI, including $13.1 million of amortization of the difference between the cost of our investment over the underlying equity in net assets of ASI, assuming that the investment occurred on January 1, 1999.

(k) Shares used in computing basic pro forma as adjusted net income per common share for the three months ended March 31, 2000 give effect to the issuance of 20,500,000 shares of common stock we issued in a private equity offering. Shares used in computing the diluted pro forma as adjusted net income per common share for the three months ended March 31, 2000 give effect to the issuance of 20,500,000 shares of common stock we issued in a private equity offering and the exercise of outstanding stock options and warrants to purchase shares of common stock. On a pro forma as adjusted basis, the conversion of convertible subordinated notes is not dilutive.

UNAUDITED PRO FORMA CONSOLIDATED FINANCIAL DATA OF ASI

The unaudited pro forma consolidated balance sheet of ASI as of March 31, 2000 appearing below gives effect to the following transactions as if they had occurred on March 31, 2000.

- ASI's sale of K1, K2 and K3 for $950.0 million;

- our $459.0 million equity investment in ASI;

- ASI's use of the net proceeds from its sale of K1, K2 and K3 and our investment, principally to repay outstanding debt; and

- the expected conversion of approximately 150 billion won (approximately $135 million at the exchange rate in effect as of March 31, 2000) of ASI's debt to equity by ASI's creditor banks.

The unaudited pro forma consolidated income statement of ASI for the three months ended March 31, 2000 gives effect to the above proposed transactions as if they had occurred on January 1, 1999 using the exchange rate as of that date.

The unaudited pro forma consolidated financial information of ASI appearing below is not necessarily indicative of the results of operations and financial condition that ASI would have achieved if the transactions described above had actually been consummated on such dates, nor are they necessarily indicative of the future results and financial condition ASI will achieve. Accordingly, ASI's future results and financial condition could vary significantly from the unaudited pro forma consolidated financial information appearing below.

The unaudited pro forma consolidated financial information of ASI appearing below is based on financial statements prepared in accordance with U.S. GAAP. These principles require the extensive use of estimates and assumptions that affect: (1) the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and (2) the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates.

UNAUDITED PRO FORMA CONSOLIDATED BALANCE SHEET OF ASI
FOR THE THREE MONTHS ENDED MARCH 31, 2000

	ASI Historical	Pro forma Adjustments	Pro forma As Adjusted
		(in thousands)	
BALANCE SHEET DATA:			
Current assets:			
Cash and cash equivalents	$ 29,307	$ 166,900 (a)	$ 196,207
Restricted cash	23,805	(2,637)(b)	21,168
Bank deposits	105,237		105,237
Accounts and notes receivable			
Trade, net of allowance for doubtful accounts	3,240		3,240
Due from affiliates, net of allowance for doubtful accounts	26,072		26,072
Other	31,867		31,867
Short-term loans to affiliates, net	4,578		4,578
Inventories	46,293	(6,451)(b)	39,842
Other current assets	23,720		23,720
Total current assets	294,119	157,812	451,931
Non-current bank deposits	29		29
Restricted cash	-		-
Investments			
Available for sale	23,558		23,558
Affiliated companies	18,921		18,921
Long-term receivables			
Due from affiliate	257		257
Others	2,906		2,906
Property, plant and equipment, less accumulated depreciation	1,094,903	(394,835)(b)	700,068
Deferred tax asset-noncurrent	76,067		76,067
Other assets	33,871	(5,433)(b)	28,438
Total assets	$ 1,544,631	$ (242,456)	$ 1,302,175
Current liabilities:			
Short-term borrowings	$ 44,128	$	$ 44,128
Current portion of long-term debt	56,948	(56,948)(d)	-
Trade accounts and notes payable	56,101		56,101
Other accounts payable	131,100		131,100
Accrued expenses	4,407		4,407
Forward contract liability	13,857		13,857
Other current liabilities	6,764		6,764
Total current liabilities	313,305	(56,948)	256,357
Long-term debt, net of current portion and discounts on debentures	896,881	(658,495)(d)	238,386
Long-term obligations under capital leases, net of current portion	415,781	(378,557)(d)	37,224
Accrued severance benefits, net	53,992	(50,100)(c)	3,892
Liability for loss contingency	133,211	(126,000)(e)	7,211
Total liabilities	1,813,170	(1,270,100)	543,070
Total stockholders' equity	(268,539)	1,027,644(f)	759,105
Total liabilities and stockholders' equity	$ 1,544,631	$ (242,456)	$ 1,302,175

(a) Represents the amount to be used for purposes other than the repayment of debt (see d) below).

(b) Represents the assets of K1, K2 and K3 to be sold .

(c) Represents severance benefits to be paid upon sale of K1, K2 and K3.

(d) Represents payment of debt and the proposed conversion of debt to equity as follows:

o Conversion of debt to equity by ASI's creditor banks	$ 135,000
o Portion of equity investment by Amkor to be used to repay debt	309,000
o Net cash proceeds from the sales of K1, K2 and K3 available for debt payment	650,000 (*)
Total debt assumed to be paid on March 31, 2000	$ 1,094,000

(*)Sales price Less:	$ 950,000
- Related taxes	(107,000)
- Severance payment	(50,100)
- Payment for guarantee obligation (see e) below)	(126,000)
- Other operational needs	(16,900)
	$ 650,000

(e) Represents the amount to be used for the payment to eliminate guarantee obligations provided for Anam Construction and Anam Electronics Co., Ltd.

(f) Represents the conversion of approximated $135 million of ASI's debt to equity by ASI's creditor banks, our $459.0 million equity investment in ASI and a remainder, which is principally comprised of gain on the sale of K1, K2 and K3, net of related tax expense.

UNAUDITED PRO FORMA CONSOLIDATED INCOME STATEMENT
OF ASI FOR THE THREE MONTHS ENDED MARCH 31, 2000

	1		
	ASI Historical	Pro forma Adjustments	Pro forma As Adjusted
	(In thousands except share and per share data)		
INCOME STATEMENT DATA:			
Sales	$ 79,169	$	$ 79,169
Cost of sales	60,679		60,679
Gross profit	18,490	-	18,490
Operating expenses			
Research and development	26		26
Selling and administrative expenses	5,327		5,327
Total operating expenses	5,353	-	5,353

Operating income (loss)	13,137	-	13,137
Other (income) expense			
Interest income	(3,085)		(3,085)
Interest expense	37,612	(28,214)(a)	9,398
Foreign currency (gains) loss	21,819	(17,531)(b)	4,288
Loss(Gain) from disposal of investments	(603)		(603)
Other, net	(5,575)		(5,575)
Total other (income) expense	50,168	(45,745)	4,423
Income (loss) from continuing operations before income taxes, equity in loss of affiliates and minority interest	(37,031)	45,745	8,714
Equity in loss of unconsolidated affiliates	(501)	-	(501)
Income (loss) from continuing operations before income taxes	(37,532)	45,745	8,213
Provision (benefit) for income taxes	(23,948)	14,089 (c)	(9,859)
Income(loss) from continuing operations	$ (13,584)	$ 31,656	$ 18,072
PER SHARE DATA:			
Basic income (loss) from continuing operations per common share	$ (0.25)		$ 0.16
Diluted income (loss) from continuing operations per common share	$ (0.25)		$ 0.16
Shares used in computing basic net income (loss) per common share	55,031,183	56,407,789(d)	111,438,972
Shares used in computing diluted net income (loss) per common share	58,267,130	56,407,789	114,674,919

(a) Represents the elimination of interest expense related to debt which was assumed to be paid off and the conversion of debt to equity as follows:

o Conversion of debt to equity by ASI's creditor banks	$ 125,110
o Portion of equity investment by Amkor to be used to repay debt	309,000
o Net cash proceeds from the sale of K1, K3 and K3 available for debt payment	650,000
Total debt assumed to be paid on January 1, 1999	$ 1,084,110

(b) Represents the elimination of foreign currency loss related to Won currency debt which is assumed to be paid off.

(c) Represents income tax expense due to the pro forma adjustments

(d) Represents adjustments for the number of common shares as follows:

	No. of Shares
o Equity investment by Amkor	37,707,039
o Debt to equity conversion by creditor banks	18,700,750
Total number of shares adjusted	56,407,789

SIGNATURES

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

AMKOR TECHNOLOGY, INC.

By: /s/ KENNETH T. JOYCE

Kenneth T. Joyce
Chief Financial Officer

Dated: June 19, 2000