

ADVANCED SEMICONDUCTOR ENGINEERING INC
Form 8-K12B
April 30, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

April 30, 2018

**Commission
File Number
001-16125**

**ASE
Industrial
Holding Co.,
Ltd.**

(Translation
of registrant's
name into
English)

**26 Chin
Third Road**

**Nantze
Export
Processing
Zone**

**Kaoshiung,
Taiwan**

**Republic of
China**

(Address of
principal
executive
offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

EXPLANATORY NOTE

This Form 6-K is furnished by ASE Industrial Holding Co., Ltd., a company limited by shares incorporated under the laws of the Republic of China (“**HoldCo**”), to the U.S. Securities and Exchange Commission (the “**SEC**”) using the EDGAR format type 8-K12B as notice that HoldCo is the successor issuer to Advanced Semiconductor Engineering, Inc. (“**ASE**”), under Rule 12g-3(a) under the U.S. Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and that the American depositary shares of HoldCo are deemed registered under Section 12(b) of the Exchange Act. Consequently, future filings with the SEC will be made by HoldCo (and no longer by ASE).

On April 30, 2018, ASE completed a share exchange (the “**Share Exchange**”) pursuant to which HoldCo was established and acquired all issued and outstanding shares ASE. Pursuant to the Share Exchange, (i) ASE shareholders received 0.5 HoldCo common shares for each ASE common share issued immediately prior to the effective time of the Share Exchange, and (ii) ASE shareholders received 1.25 HoldCo American depositary shares, each representing two HoldCo common shares, for each ASE American depositary share, representing five ASE common shares, upon the surrender for cancellation of ASE American depositary shares after the effective time of the Share Exchange. Following the Share Exchange, ASE has become a wholly owned subsidiary of HoldCo.

The issuance of the HoldCo American depositary shares was registered under the Securities Act of 1933, as amended pursuant to a registration statement on Form F-4 (File No. 333-214752), filed by ASE and declared effective by the SEC on January 22, 2018 (the “**Registration Statement**”). The Registration Statement is incorporated by reference herein.

The American depositary shares of HoldCo represented by American depositary receipts are listed on the New York Stock Exchange under the symbol “**ASX**,” the same symbol under which the American depositary receipts of ASE were traded prior to the completion of the Share Exchange.

The description of the common shares and American depositary shares of HoldCo contained in “Description of HoldCo Common Shares” and “Description of HoldCo American Depositary Shares” of the Registration Statement is incorporated by reference herein.

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, thereunto duly authorized.

**ASE INDUSTRIAL HOLDING
CO., LTD.**

Dated: April 30, 2018 By: /s/ Joseph Tung
 Name: Joseph Tung
 Title: Chief Financial Officer