

Edgar Filing: BORGE KAMEL NACIF - Form SC 13G

BORGE KAMEL NACIF
Form SC 13G
March 27, 2003

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)

(Amendment No. _____) (1)

Tarrant Apparel Group

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

876289 109

(CUSIP Number)

May 24, 1999

(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)

(1) 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 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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1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Kamel Nacif Borge

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Republic of Mexico

NUMBER OF 5. SOLE VOTING POWER

SHARES 750,000 (1)

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 1,724,000 (2)

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 750,000 (1)

PERSON 8. SHARED DISPOSITIVE POWER

WITH 1,724,000 (2)

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,474,000 (1) (2)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.9% (3)

12. TYPE OF REPORTING PERSON*

IN

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*SEE INSTRUCTIONS BEFORE FILLING OUT!

- (1) Includes 750,000 of shares which may be acquired upon exercise of stock options.
- (2) Includes 1,724,000 shares held by Jamil Textil, S.A. de C.V. Kamel Nacif is a principal shareholder of Jamil Textil, S.A. de C.V. and in such role may be deemed to beneficially own the shares held by Jamil Textil, S.A. de C.V. Mr. Nacif disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (3) Based on a total of 15,846,315 shares of the issuer's Common Stock issued and outstanding on October 31, 2002, as reported on the issuer's Form 10-QSB for the period ended September 30, 2002.

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1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Jamil Textil, S.A. de C.V.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Republic of Mexico

NUMBER OF	5. SOLE VOTING POWER
SHARES	0

BENEFICIALLY	6. SHARED VOTING POWER
OWNED BY	1,724,000

EACH	7. SOLE DISPOSITIVE POWER
REPORTING	0

PERSON	8. SHARED DISPOSITIVE POWER
WITH	1,724,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,724,000

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

10.9%(3)

12. TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- (1) Includes 750,000 of shares which may be acquired upon exercise of stock options.
- (2) Includes 1,724,000 shares held by Jamil Textil, S.A. de C.V. Kamel Nacif is a principal shareholder of Jamil Textil, S.A. de C.V. and in such role may be deemed to beneficially own the shares held by Jamil Textil, S.A. de C.V. Mr. Nacif disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (3) Based on a total of 15,846,315 shares of the issuer's Common Stock issued and outstanding on October 31, 2002, as reported on the issuer's Form 10-QSB for the period ended September 30, 2002.

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Item 1(a). Name of Issuer:

Tarrant Apparel Group

Item 1(b). Address of Issuer's Principal Executive Offices:

3151 East Washington Boulevard
Los Angeles, California 90023

Item 2(a). Name of Person Filing:

Kamel Nacif Borge ("Nacif")
Jamil Textil, S.A. de C.V., a corporation organized under the laws
of the Republic of Mexico ("Jamil")

Nacif disclaims beneficial ownership of the shares held by Jamil
except to the extent of his pecuniary interest therein.

Item 2(b). Address of Principal Business Office, or if None, Residence:

The principal business address of the Reporting Persons is located
at:

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Edgar Allen Poe #231
Col. Polanco, C.P. 11550
Mexico, D.F.

Item 2(c). Citizenship:

See Row 4 of the cover page for each Reporting Person.

Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.01 per share

Item 2(e). CUSIP Number:

876289 109

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

Not Applicable

Item 4. Ownership.

See Rows 5 through 9 and 11 of the cover page for each Reporting Person.

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Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities check the following [].

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

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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.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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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.

March 27, 2003

/s/ Kamel Nacif Borge

Kamel Nacif Borge

March 27, 2003

JAMIL TEXTIL, S.A. de C.V.

By: /s/ Kamel Nacif Borge

Name: Kamel Nacif Borge
Title: President

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EXHIBIT 1

SCHEDULE 13G

AGREEMENT TO FILE A JOINT STATEMENT ON SCHEDULE 13G

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that it knows or has reason to believe that such information is inaccurate. This Agreement may be executed in any number of counterparts and all of such counterparts taken together shall constitute one and the same instrument.

March 27, 2003

/s/ Kamel Nacif Borge

Kamel Nacif Borge

March 27, 2003

JAMIL TEXTIL, S.A. de C.V.

By: /s/ Kamel Nacif Borge

Name: Kamel Nacif Borge
Title: President