

STEPHENS WARREN A
Form SC 13D/A
August 16, 2010

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 12)***

Power-One, Inc.
(Name of Issuer)
Common Stock
(Title of Class of Securities)
739308104
(CUSIP Number)

David A. Knight, c/o Stephens Inc., 111 Center Street, Little Rock, AR 72201, (501) 377-2000
(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)
August 4, 2010
(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 §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box o.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule including all exhibits. See § 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 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).

CUSIP No. 739308104

NAME OF REPORTING PERSONS

1

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

Warren A. Stephens

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5

☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 2,072,922

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY 350,434

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 2,072,922

WITH SHARED DISPOSITIVE POWER

10

350,434

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,423,356

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)

2.3

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 739308104

NAME OF REPORTING PERSONS

1

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

Warren & Harriet Stephens Children s Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5

☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 111,187

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY -0-

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 111,187

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

111,187

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

Harriet Calhoun Stephens Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5 ☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Arkansas

SOLE VOTING POWER

7

NUMBER OF 42,674

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY 1,194

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 42,674

WITH SHARED DISPOSITIVE POWER

10

1,194

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

43,868

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

o

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

Harriet C. Stephens

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5 ☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Arkansas

SOLE VOTING POWER

7

NUMBER OF 42,674

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY 1,194

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 42,674

WITH SHARED DISPOSITIVE POWER

10

1,194

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

43,868

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

b

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 739308104

NAME OF REPORTING PERSONS

1

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

Warren Miles Amerine Stephens Trust UID 9/10/86

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5

☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 65,086

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY -0-

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 65,086

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

65,086

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

John Calhoun Stephens Trust UID 12/01/87

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5 ☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Arkansas

SOLE VOTING POWER

7

NUMBER OF 65,086

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY -0-

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 65,086

WITH SHARED DISPOSITIVE POWER

10

-0-

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

65,086

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

12

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.1

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

OO

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

Laura Whitaker Stephens Trust UID 12/28/90

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Arkansas

SOLE VOTING POWER

7

NUMBER OF 65,086

SHARES BENEFICIALLY OWNED BY EACH 8 SHARED VOTING POWER

-0-

SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 65,086

WITH SHARED DISPOSITIVE POWER

10

-0-

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

65,086

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

o

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.1

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

Douglas H. Martin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5 ☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Arkansas

SOLE VOTING POWER

7

NUMBER OF 27,137

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY 18,455

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 27,137

WITH SHARED DISPOSITIVE POWER

10

18,455

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

45,592

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

o

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.0

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 739308104

NAME OF REPORTING PERSONS

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

Curtis F. Bradbury, Jr.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4 Not applicable

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

5 ☐

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Arkansas

SOLE VOTING POWER

7

NUMBER OF 268,668

SHARES SHARED VOTING POWER

BENEFICIALLY 8

OWNED BY 129,642

EACH SOLE DISPOSITIVE POWER

9

REPORTING

PERSON 268,668

WITH SHARED DISPOSITIVE POWER

10

129,642

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

398,310

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

o

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.4

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. 739308104

Introductory Statement

This Amendment No. 12 to Schedule 13D relates to the common stock, par value \$.001 per share (the "Common Stock"), of Power-One, Inc. ("Power One"). It is being filed to report that the reporting persons have ceased to beneficially own more than 5% of the outstanding Common Stock. This Amendment No. 12 amends and supplements (i) the Schedule 13D initially filed by the reporting persons on June 11, 1998, (ii) Amendment No. 1 to the Statement filed by the reporting persons on October 28, 1999, (iii) Amendment No. 2 to the Statement filed by the reporting persons on June 19, 2000, (iv) Amendment No. 3 to the Statement filed by the reporting persons on August 7, 2000, (v) Amendment No. 4 to the Statement filed by the reporting persons on November 30, 2000, (vi) Amendment No. 5 to the Statement filed by the reporting persons on December 7, 2001, (vii) Amendment No. 6 to the Statement filed by the reporting persons on March 13, 2003, (viii) Amendment No. 7 to the Statement filed by the reporting persons on February 14, 2008, (ix) Amendment No. 8 to the Statement filed by the reporting persons on March 13, 2008, (x) Amendment No. 9 to the Statement filed by the reporting persons on March 17, 2008, (xi) Amendment No. 10 to the Statement filed by the reporting persons on June 25, 2008, and (xii) Amendment No. 11 to the Statement filed by the reporting persons on February 16, 2010 (collectively, the "Prior Filings" and together with this Amendment No. 12, this "Statement"). Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed thereto in the Prior Filings. Except as specifically provided herein, this Amendment No. 12 does not modify any of the information previously reported in the Prior Filings.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5(a) is amended and restated to read in its entirety as follows:

(a) The following table discloses the beneficial ownership of the Common Stock by the reporting persons and their respective directors and control persons. Because of interrelationships among the various reporting persons, certain shares of the Common Stock may be reported as being beneficially owned by more than one person.

Name	Number of	Percent	Voting Power		Dispositive Power	
	Beneficially Owned	of Outstanding Shares(1)	Sole	Shared	Sole	Shared
Warren A. Stephens(2)	2,423,356	2.3	2,072,922	350,434	2,072,922	350,434
Warren and Harriet Stephens Children's Trust	111,187	0.1	111,187	0	111,187	0
Harriet C. Stephens Trust	43,868	0.0	42,674	1,194	42,674	1,194
Harriet C. Stephens(3)	43,868	0.0	42,674	1,194	42,674	1,194
Warren Miles Amerine Stephens Trust	65,086	0.1	65,086	0	65,086	0
John Calhoun Stephens Trust	65,086	0.1	65,086	0	65,086	0
Laura Whitaker Stephens Trust	65,086	0.1	65,086	0	65,086	0
Douglas H. Martin(4)	45,592	0.0	27,137	18,455	27,137	18,455
Curtis F. Bradbury(5)	398,310	0.4	268,668	129,642	268,668	129,642

- (1) Based on
106,295,633
shares of the
Common Stock
reported as
outstanding in
the Form 10Q
filed by Power
One on
August 13,
2010.
- (2) Includes 65,086
shares owned by
each of Warren
Miles Amerine
Stephens Trust,
John Calhoun
Stephens Trust,
and Laura
Whitaker
Stephens Trust,
as to which
Mr. Stephens, as
sole Trustee, has
sole voting
power and sole
dispositive
power,
1,771,761
shares owned by
Stephens
Investments
Holdings LLC
as to which
Mr. Stephens, as
Manager, has
sole voting
power and sole
dispositive
power, 100,060
shares owned by
Warren A.
Stephens IRA as
to which
Mr. Stephens
has sole voting
power and sole
dispositive
power, and
5,843 shares

owned by
Warren A.
Stephens Trust
as to which
Mr. Stephens, as
sole

CUSIP No. 739308104

trustee, has sole voting power and dispositive power. Also includes 7,235 shares owned by Stephens Investment Partners 2000A LLC, and 11,220 shares owned by Stephens Investment Partners 2000B LLC, as to which Mr. Stephens, as Co-Manager, has shared voting power and shared dispositive power. Also includes 216,753 shares held in discretionary customer accounts as to which Mr. Stephens may be deemed to have shared voting power and shared dispositive power, and 111,187 shares owned by Warren and Harriet Stephens Childrens Trust for benefit of reporting person's children

as to which
Mr. Stephens
may be deemed
to have shared
voting and
dispositive
power. Also
includes 3,763
shares owned by
Stephens
Investments
Holdings LLC,
and 276 shares
owned by
Warren A.
Stephens Trust
as to which
Mr. Stephens
has shared
voting power
and shared
dispositive
power.

- (3) Includes 42,674
shares
beneficially
owned by
Harriet Calhoun
Stephens Trust
as to which
Ms. Stephens
has sole voting
power and sole
dispositive
power. Also
includes 1,194
shares owned by
Harriet Calhoun
Stephens Trust
as to which
Ms. Stephens
has shared
voting power
and shared
dispositive
power. Excludes
shares
beneficially
owned by
Harriet Calhoun

Stephens
husband,
Warren A.
Stephens.

- (4) Includes 2,908 shares owned by Martin Family Partnership IV as to which Mr. Martin has sole voting power and sole dispositive power. Also includes 23,629 shares owned individually as to which Mr. Martin has sole voting power and sole dispositive power. Also includes 7,235 shares owned by Stephens Investment Partners 2000A LLC, and 11,220 shares owned by Stephens Investment Partners 2000B LLC, as to which Mr. Martin, as Co-Manager of the LLCs, has shared voting power and shared dispositive power. Also includes 200 shares owned by each of three minor children.

(5)

Includes
267,168 shares
owned
individually and
1,500 shares
held in a
custodial
account, as to
which
Mr. Bradbury
has sole voting
power and sole
dispositive
power. Also
includes 7,235
shares owned by
Stephens
Investment
Partners 2000A
LLC, and
11,220 shares
owned by
Stephens
Investment
Partners 2000B
LLC, as to
which
Mr. Bradbury,
as Co-Manager
of the LLCs, has
shared voting
power and
shared
dispositive
power. Also
includes
111,187 shares
owned by
Warren and
Harriet Stephens
Children's Trust
as to which
Mr. Bradbury,
as Co-Trustee,
has shared
voting power
and shared
dispositive
power.

Item 5(b) is supplemented by adding the following:

During the past sixty days, the reporting persons made the following open market sales of Common Stock:

Curtis F. Bradbury, Jr. sold 21,300 shares on August 3, 2010 at an average price of \$12.0598 per share, and 28,700 shares on August 4, 2010 at an average price of \$12.0892 per share. On August 3, 2010, Doug Martin sold 4,000 shares at a price of \$12.30 per share, 400 shares at an average price of 12.4075 per share, 10,000 shares at an average price of \$12.2510 per share, 400 shares at an average price of \$12.43 per share, and 1,000 shares at an average price of \$12.44 per share. On August 3, 2010, Laura Whitaker Stephens Trust, John Calhoun Stephens Trust, and Warren Miles Amerine Stephens Trust, each sold 65,085 shares at an average price of \$12.1549 per share. On August 4, 2010, Warren and Harriet Stephens Childrens Trust sold 110,469 shares at an average price of \$11.7531 per share. Harriet Calhoun Stephens Trust sold 21,195 shares on August 3, 2010 at an average price of \$12.1549 per share, and 21,479 shares on August 4, 2010 at an average price of \$11.7531 per share. Warren Stephens sold 55,000 shares on July 22, 2010 at an average price of \$9.603 per share, 100,000 shares on August 3, 2010 at an average price of \$12.3127 per share, 5,843 shares on August 3, 2010 at an average price of \$12.1549 per share, 467,220 shares on August 4, 2010 at an average price of \$11.7531 per share, 871,100 shares on August 5, 2010 at an average price of \$11.8992 per share, and 533,500 shares on August 6, 2010 at an average price of \$12.0712 per share.

Item 5(c) is supplemented by adding the following:

On August 4, 2010, the reporting persons ceased to be the beneficial owners of more than five percent of the outstanding Common Stock and are filing this final Schedule 13D.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Agreement to File Joint Schedule 13D

CUSIP No. 739308104

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.

August 16, 2010

Date

/s/ Todd Ferguson

Todd Ferguson, as attorney in fact for
Warren A. Stephens, Warren & Harriet
Stephens Children's Trust, Harriet C.
Stephens Trust, Harriet C. Stephens,
Warren Miles Amerine Stephens Trust,
John Calhoun Stephens Trust, Laura
Whitaker Stephens Trust, Douglas H.
Martin, and Curtis F. Bradbury, Jr.