

KEMET CORP  
Form SC 13D  
September 11, 2003

|                     |   |
|---------------------|---|
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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. 4)\*

**KEMET Corporation**

(Name of Issuer)

**Common Stock, par value \$.01 per share**

(Title of Class of Securities)

**488360108**

(CUSIP Number)

OMB APPROVAL  
OMB Number:  
3235-0145

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2005  
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hours per response. . 11

|                                       |                                 |
|---------------------------------------|---------------------------------|
| <b>Paul C. Schorr IV</b>              | <b>Copy to:</b>                 |
| <b>Citicorp Venture Capital, Ltd.</b> | <b>H. Kurt von Moltke, P.C.</b> |
| <b>399 Park Avenue</b>                | <b>Kirkland &amp; Ellis LLP</b> |
| <b>New York, New York 10043</b>       | <b>200 East Randolph Drive</b>  |
| <b>(212) 559-0965</b>                 | <b>Chicago, Illinois 60601</b>  |
|                                       | <b>(312) 861-2295</b>           |

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

**September 9, 2003**

(Date of Event which Requires Filing of this Statement)

## Edgar Filing: KEMET CORP - Form SC 13D

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that 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. [  ]

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 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. 488360108

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**  
Citicorp Venture Capital, Ltd.  
13-2598089
  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)**  
WC, OO
  5. **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**  [ ]
  6. **Citizenship or Place of Organization**  
New York
- |  |     |                                 |                      |
|--|-----|---------------------------------|----------------------|
|  | 7.  | <b>Sole Voting Power</b>        | 479,020 (See Item 5) |
| <b>Number of<br/>Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | 8.  | <b>Shared Voting Power</b>      | -0-                  |
|  | 9.  | <b>Sole Dispositive Power</b>   | 479,020 (See Item 5) |
|  | 10. | <b>Shared Dispositive Power</b> | -0-                  |
11. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
479,020 (See Item 5)
  12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**  [ ]
  13. **Percent of Class Represented by Amount in Row (11)**  
0.6% (See Item 5)
  14. **Type of Reporting Person (See Instructions)**  
CO

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**  
Citibank, N.A.  
13-52266470
  
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)**  
OO
  
5. **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**  [ ]
  
6. **Citizenship or Place of Organization**  
Delaware
  

|  |     |   |
|--|-----|---|
|  | 7.  | <b>Sole Voting Power</b><br>-0-                         |
| <b>Number of<br/>Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | 8.  | <b>Shared Voting Power</b><br>479,020 (See Item 5)      |
|  | 9.  | <b>Sole Dispositive Power</b><br>-0-                    |
|  | 10. | <b>Shared Dispositive Power</b><br>479,020 (See Item 5) |

  
11. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
479,020 (See Item 5)
  
12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**  [ ]
  
13. **Percent of Class Represented by Amount in Row (11)**  
0.6% (See Item 5)
  
14. **Type of Reporting Person (See Instructions)**  
BK

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**  
Citicorp  
06-1515595
  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)**  
OO
  5. **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**  [ ]
  6. **Citizenship or Place of Organization**  
Delaware
- |  |     |   |
|--|-----|---|
| <b>Number of<br/>Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | 7.  | <b>Sole Voting Power</b><br>-0-                         |
|  | 8.  | <b>Shared Voting Power</b><br>479,020 (See Item 5)      |
|  | 9.  | <b>Sole Dispositive Power</b><br>-0-                    |
|  | 10. | <b>Shared Dispositive Power</b><br>479,020 (See Item 5) |
11. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
479,020 (See Item 5)
  12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**  [ ]
  13. **Percent of Class Represented by Amount in Row (11)**  
0.6% (See Item 5)
  14. **Type of Reporting Person (See Instructions)**  
HC

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**  
Citigroup Holdings Company  
06-1551348
  
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)**  
OO
  
5. **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**  [ ]
  
6. **Citizenship or Place of Organization**  
Delaware
  

|  |            |   |
|--|------------|---|
| <b>Number of<br/>Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7.</b>  | <b>Sole Voting Power</b><br>-0-                         |
|  | <b>8.</b>  | <b>Shared Voting Power</b><br>479,020 (See Item 5)      |
|  | <b>9.</b>  | <b>Sole Dispositive Power</b><br>-0-                    |
|  | <b>10.</b> | <b>Shared Dispositive Power</b><br>479,020 (See Item 5) |

  
11. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
479,020 (See Item 5)
  
12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**  [ ]
  
13. **Percent of Class Represented by Amount in Row (11)**  
0.6% (See Item 5)
  
14. **Type of Reporting Person (See Instructions)**  
HC

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**  
Citigroup Inc.  
52-1568099
  
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)**  
OO
  
5. **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**  [ ]
  
6. **Citizenship or Place of Organization**  
New York
  
7. **Sole Voting Power**  
-0-
  
8. **Shared Voting Power**  
511,105 (See Item 5)
  
9. **Sole Dispositive Power**  
-0-
  
10. **Shared Dispositive Power**  
511,105 (See Item 5)
  
11. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
511,105 (See Item 5)
  
12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**  [ ]
  
13. **Percent of Class Represented by Amount in Row (11)**  
0.6%
  
14. **Type of Reporting Person (See Instructions)**  
HC

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

**Item 1. Security and Issuer**

This Amendment No. 4 to Schedule 13D (this Amendment ) amends the Schedule 13D, dated October 28, 1992 (the Schedule 13D ), filed by Citicorp Venture Capital, Ltd., Citibank, N.A. and Citicorp, as previously amended and restated by Amendment No. 2 thereto dated January 26, 2000 and as further amended by Amendment No. 3 thereto dated March 31, 2001. Capitalized terms used herein and not defined herein have the meanings ascribed thereto in the Schedule 13D.

**Item 2. Identity and Background**

Paragraphs (d) - (f) of Item 2 of the Schedule 13D are hereby amended and restated in their entirety as follows:

(d) - (f) On April 28, 2003 Salomon Smith Barney, Inc. ( SSB ), now named Citigroup Global Markets, Inc., a subsidiary of Citigroup, announced final agreements with the SEC, the National Association of Securities Dealers, the New York Stock Exchange and the New York Attorney General (as lead state among the 50 states, the District of Columbia and Puerto Rico) to resolve on a civil basis all their outstanding investigations into its research and initial public offering allocation and distribution practices. SSB will pay \$300 million for retrospective relief, plus \$25 million for investor education, and has committed to spend \$75 million to provide independent third-party research to its clients at no charge. SSB will also adopt new policies and procedures to further ensure the independence of its research and address other issues identified in the course of the investigation. SSB reached these final settlement agreements without admitting or denying any wrongdoing or liability. The settlements do not establish wrongdoing or liability for purposes of any other proceeding. Other than as described above, during the last five years, none of the Reporting Persons or, to the best of the knowledge of the Reporting Persons, any of the persons listed on Schedules A and B hereto, has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws, or finding any violation with respect to such laws. The citizenship of each of the individual persons identified pursuant to paragraphs (a) through (c) is identified on Schedules A and B hereto. A joint filing agreement of the Reporting Persons is attached hereto as Exhibit H. Schedules A and B of the Schedule 13D are hereby deleted in their entirety and replaced with Schedules A and B hereto.

**Item 3. Source and Amount of Funds or Other Consideration**

Item 3 of the Schedule 13D is hereby further amended by adding the following as the ninth paragraph thereof:

Between April 24, 2003 and September 10, 2003, CVC sold 5,948,800 shares of the Common Stock pursuant to open market transactions.

**Item 4. Purpose of Transaction**

Item 4 of the Schedule 13D is hereby amended by replacing the second sentence of the first paragraph thereof with the following:



As of the date of this Amendment, CVC is the beneficial owner of 479,020 shares of Common Stock (see Item 5).

**Item 5. Interest in Securities of the Issuer**

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

(a)-(b) CVC beneficially owns 479,020 shares of Common Stock as to which CVC has the sole power to vote and the sole power to dispose, representing approximately 0.6% of the Company's Common Stock.

Each of Citibank, Citicorp and Citigroup Holdings, exclusively through their holding company structure, also beneficially owns the same 479,020 shares of Common Stock held by CVC. The aggregate number of shares held through the holding company structure represents approximately 0.6% of the outstanding shares of the Company's Common Stock, as to which each of Citibank, Citicorp and Citigroup Holdings has shared power to vote and shared power to dispose.

Citigroup, through its direct and indirect subsidiaries, beneficially owns 511,105 shares of Common Stock (as of September 10, 2003). The aggregate number of shares held through Citigroup's direct and indirect subsidiaries represents approximately 0.6% of the outstanding shares of the Company's Common Stock, as to which Citigroup has shared power to vote and shared power to dispose.

Except as expressly set forth in this Item 5, (i) none of the Reporting Persons beneficially owns any shares of capital stock of the Company and (ii) the filing of this Amendment by CVC, Citibank, Citicorp, Citigroup Holdings and Citigroup shall not be construed as an admission that either CVC, Citibank, Citicorp, Citigroup Holdings or Citigroup is, for the purpose of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by this Amendment.

The percentages calculated in this Item 5 are based upon 86,381,177 shares of Common Stock outstanding as of July 31, 2003, as disclosed in the Company's Quarterly Report on Form 10-Q for the period ended June 30, 2003.

(c) Transactions Within the Past 60 Days:

| Person Who Effected the Transaction | Transaction Date | Number of Shares Sold | Price Per Share |
|-------------------------------------|------------------|-----------------------|-----------------|
| CVC                                 | 7/29/2003        | 111,600               | 11.13040        |
| CVC                                 | 7/30/2003        | 50,000                | 11.17170        |
| CVC                                 | 7/31/2003        | 20,000                | 11.01340        |
| CVC                                 | 8/4/2003         | 70,000                | 10.79640        |
| CVC                                 | 8/6/2003         | 15,800                | 10.18400        |
| CVC                                 | 8/7/2003         | 27,000                | 10.13160        |
| CVC                                 | 8/7/2003         | 500                   | 10.17000        |

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| Person Who Effected the Transaction | Transaction Date | Number of Shares Sold | Price Per Share |
|-------------------------------------|------------------|-----------------------|-----------------|
| CVC                                 | 8/8/2003         | 35,500                | 10.21350        |
| CVC                                 | 8/11/2003        | 35,000                | 10.15090        |
| CVC                                 | 8/12/2003        | 40,000                | 10.22040        |
| CVC                                 | 8/13/2003        | 60,000                | 10.37200        |
| CVC                                 | 8/14/2003        | 60,000                | 10.39390        |
| CVC                                 | 8/15/2003        | 16,200                | 10.50620        |
| CVC                                 | 8/18/2003        | 115,000               | 10.90030        |
| CVC                                 | 8/19/2003        | 170,300               | 11.18070        |
| CVC                                 | 8/20/2003        | 99,400                | 11.20260        |
| CVC                                 | 8/21/2003        | 170,000               | 11.45440        |
| CVC                                 | 8/22/2003        | 390,000               | 11.50120        |
| CVC                                 | 8/25/2003        | 200,000               | 11.42490        |
| CVC                                 | 8/26/2003        | 213,700               | 11.20630        |
| CVC                                 | 8/27/2003        | 300,000               | 11.56980        |
| CVC                                 | 8/28/2003        | 180,000               | 11.65920        |
| CVC                                 | 8/29/2003        | 850,000               | 12.06670        |
| CVC                                 | 9/2/2003         | 632,400               | 12.61790        |
| CVC                                 | 9/3/2003         | 225,700               | 12.95570        |
| CVC                                 | 9/4/2003         | 200,000               | 12.87290        |
| CVC                                 | 9/5/2003         | 200,000               | 12.77110        |
| CVC                                 | 9/8/2003         | 367,800               | 13.32920        |
| CVC                                 | 9/8/2003         | 6,300                 | 13.32920        |
| CVC                                 | 9/9/2003         | 220,000               | 13.39000        |

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CVC

9/10/2003

90,000

12.68000

All sales were effected through open market transactions.

(d) No person other than the Reporting Persons has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock covered hereby, except with respect to the additional 32,805 shares of Common Stock beneficially owned by Citigroup (as of September 10, 2003) through direct and indirect subsidiaries of Citigroup (other than CVC, Citibank, Citicorp and Citigroup Holdings).

(e) On August 22, 2003, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Company's Common Stock.

## Signature

After reasonable inquiry and to the best of their knowledge and belief, the undersigned, as to themselves only, certify that the information set forth in this statement is true, complete and correct.

Date: September 11, 2003

CITICORP VENTURE CAPITAL, LTD.

By: /s/ Anthony P. Mirra  
Name: Anthony P. Mirra  
Title: Vice President

CITIBANK, N.A.

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITICORP

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITIGROUP HOLDINGS COMPANY

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITIGROUP, INC.

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary



## SCHEDULE A

EXECUTIVE OFFICERS AND DIRECTORS OF  
CITICORP VENTURE CAPITAL, LTD.

Unless otherwise indicated, each individual is a United States citizen. If no address is given, the director's or executive officer's business address is 399 Park Avenue, New York, New York 10043. Unless otherwise indicated, each occupation set forth opposite an individual's name refers to such individual's position with Citicorp Venture Capital, Ltd.

| Name, Title and Citizenship                          | Principal Occupation and Business Address |
|--|---|
| William T. Comfort<br>Director and Executive Officer | Senior Vice President                     |
| David F. Thomas<br>Executive Officer                 | Vice President*                           |
| Michael T. Bradley<br>Executive Officer              | Vice President                            |
| Jennifer Cappello-Ruggiero<br>Executive Officer      | Assistant Vice President                  |
| Lauren M. Connelly<br>Executive Officer              | Vice President and Secretary              |
| Charles E. Corpening<br>Executive Officer            | Vice President                            |
| Michael A. Delaney<br>Executive Officer              | Vice President*                           |
| Michael S. Gollner<br>Executive Officer              | Vice President                            |
| Ian D. Hight<br>Executive Officer                    | Vice President                            |
| Darryl A. Johnson<br>Executive Officer               | Assistant Vice President                  |
| Byron L. Knief<br>Executive Officer                  | Vice President                            |
| Richard E. Mayberry<br>Executive Officer             | Vice President                            |

Thomas F. McWilliams  
Executive Officer

Vice President\*



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**Name, Title and Citizenship**

**Principal Occupation and Business Address**

|   |  |
|---|--|
| Anthony P. Mirra<br>Executive Officer     | Vice President and Assistant Secretary |
| Paul C. Schorr IV<br>Executive Officer    | Vice President*                        |
| Joseph M. Silvestri<br>Executive Officer  | Vice President                         |
| Michael D. Stevenson<br>Executive Officer | Vice President                         |
| James A. Urry<br>Executive Officer        | Vice President                         |
| John D. Weber<br>Executive Officer        | Vice President                         |

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\* Denotes the functional title of Managing Director

**SCHEDULE B**

**EXECUTIVE OFFICERS AND DIRECTORS OF**

**CITIGROUP INC.**

| Name, Title and Citizenship  | Principal Occupation and Business Address   |
|--|---|
| C. Michael Armstrong<br>Director<br>United States                  | Chairman<br>Comcast Corporation<br>1114 Avenue of the Americas, 21 <sup>st</sup> Floor<br><br>New York, NY 10036  |
| Alain J.P. Belda<br>Director<br>Brazil                             | Chairman & Chief Executive Officer<br>Alcoa Inc.<br>390 Park Avenue, 11 <sup>th</sup> Floor<br>New York, NY 10022   |
| George David<br>Director<br>United States                          | Chairman & Chief Executive Officer<br>United Technologies Corporation<br>One Financial Plaza<br>Hartford, CT 06101  |
| Kenneth T. Derr<br>Director<br>United States                       | Chairman, Retired<br>Chevron Texaco Corporation<br>345 California Street, Room 3016<br>San Francisco, CA 94104  |
| John M. Deutch<br>Director<br>United States                        | Institute Professor<br>Massachusetts Institute of Technology<br>77 Massachusetts Avenue, Room 6-208<br>Cambridge, MA 02139                                  |
| The Honorable Gerald R. Ford<br>Honorary Director<br>United States | Former President of the United States<br>40365 Sand Dune Road<br>Rancho Mirage, CA 92270  |
| Roberto Hernandez Ramirez<br>Director<br>Mexico                    | Chairman of the Board<br>Banco Nacional de Mexico<br>Actuario Roberto Medellin No. 800 5 <sup>th</sup> Floor<br>Col. Santa Fe, 01210<br>Mexico City, Mexico |
| Ann Dibble Jordan<br>Director<br>United States                     | Consultant<br>2940 Benton Place, N.W.<br>Washington, D.C. 20008-2718  |
| Dudley C. Mecum<br>Director  | Managing Director<br>Capricon Holdings, LLC   |

Signature

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United States

30 East Elm Street  
Greenwich, CT 06830

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|   |   |
|---|---|
| Richard D. Parsons<br>Director<br>United States                               | Chairman and Chief Executive Officer<br>AOL Time Warner Inc.<br>75 Rockefeller Plaza, 29 <sup>th</sup> Floor<br>New York, NY 10019          |
| Andrall E. Pearson<br>Director<br>United States                               | Founding Chairman<br>Yum! Brands, Inc.<br>41 Meadow Wood Drive<br>Greenwich, CT 06830   |
| Charles O. Prince, III<br>Director and Executive Officer<br>United States     | Chairman and Chief Executive Officer<br>Citigroup Global Markets Inc.<br>388 Greenwich Street, 39 <sup>th</sup> Floor<br>New York, NY 10013 |
| Robert E. Rubin<br>Director and Executive Officer<br>United States            | Member of the Office of the Chairman<br>Citigroup Inc.<br>399 Park Avenue, 3 <sup>rd</sup> Floor<br>New York, NY 10043                      |
| Franklin A. Thomas<br>Director<br>United States                               | Consultant<br>TFF Study Group<br>595 Madison Avenue, 33 <sup>rd</sup> Floor<br>New York, NY 10022   |
| Sanford I. Weill<br>Director and Executive Officer<br>United States           | Chairman and Chief Executive Officer<br>Citigroup Inc.<br>399 Park Avenue, 3 <sup>rd</sup> Floor<br>New York, NY 10043                      |
| Robert B. Willumstad<br>Director and Executive Officer<br>United States       | President<br>Citigroup Inc.<br>339 Park Avenue, 2 <sup>nd</sup> Floor<br>New York, NY 10043   |
| Arthur Zankel<br>Director<br>United States                                    | Senior Managing Member<br>High Rise Capital Management, L.P.<br>535 Madison Avenue, 26 <sup>th</sup> Floor<br>New York, NY 10022            |
| Sir Winfried F.W. Bischoff<br>Executive Officer<br>United Kingdom and Germany | Chairman<br>Citigroup Europe<br>Citigroup Centre<br>33 Canada Square<br>Canary Wharf<br>London E14 5LB<br>United Kingdom                    |

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|  |   |
|--|---|
| Michael A. Carpenter<br>Executive Officer<br>United States | Chairman and Chief Executive Officer<br>Citigroup Global Investments<br>399 Park Avenue, 3 <sup>rd</sup> Floor<br>New York, NY 10043  |
| Robert Druskin<br>Executive Officer<br>United States       | Chief Executive Officer and President<br>Citigroup Global Markets Holdings, Inc.,<br>Citigroup Financial Products Inc. and<br>Citigroup Global Markets Inc.<br>388 Greenwich Street, 39 <sup>th</sup> Floor<br>New York, NY 10013 |
| Stanley Fischer<br>Executive Officer<br>United States      | Vice Chairman<br>Citigroup Inc.<br>399 Park Avenue, 10 <sup>th</sup> Floor<br>New York, NY 10043  |
| William P. Hannon<br>Executive Officer<br>United States    | Controller and Chief Accounting Officer<br>Citigroup Inc.<br>Managing Director<br>Citigroup Business Services<br>399 Park Avenue<br>New York, NY 10043  |
| Michael S. Helfer<br>Executive Officer<br>United States    | General Counsel and Corporate Secretary<br>Citigroup Inc.<br>399 Park Avenue, 3 <sup>rd</sup> Floor<br>New York, NY 10043   |
| Thomas Wade Jones<br>Executive Officer<br>United States    | Chairman and Chief Executive Officer<br>Global Investment Management and Private<br>Banking Group<br>399 Park Avenue, 4 <sup>th</sup> Floor<br>New York, NY 10043   |
| Sallie Krawcheck<br>Executive Officer<br>United States     | Chairman and Chief Executive Officer<br>Smith Barney<br>388 Greenwich Street, 39 <sup>th</sup> Floor<br>New York, NY 10043  |
| Marjorie Magner<br>Executive Officer<br>United States      | Chairman and Chief Executive Officer<br>Global Consumer Group<br>399 Park Avenue, 2 <sup>nd</sup> Floor<br>New York, NY 10043   |
| Michael T. Masin<br>Executive Officer<br>United States     | Vice Chairman and Chief Operating Officer<br>Citigroup Inc.<br>399 Park Avenue, 3 <sup>rd</sup> Floor<br>New York, NY 10043   |

Sir Deryck C. Maughan  
Executive Officer  
United Kingdom

Vice Chairman  
Citigroup Inc.  
399 Park Avenue, 3<sup>rd</sup> Floor  
New York, NY 10043

Victor J. Menezes  
Executive Officer  
United States

Senior Vice Chairman  
Citigroup Inc.  
399 Park Avenue  
New York, NY 10043

William R. Rhodes  
Executive Officer  
United States

Senior Vice President  
Citigroup Inc.  
399 Park Avenue, 3<sup>rd</sup> Floor  
New York, NY 10043

Todd S. Thomson  
Executive Officer  
United States

Chief Financial Officer  
Citigroup Inc.  
399 Park Avenue  
New York, NY 10043

**EXHIBIT H**

**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of them of a statement on Schedule 13D (including amendments thereto) with respect to the common stock, par value \$.01 per share, of KEMET Corporation, and further agree that this Joint Filing Agreement be included as an Exhibit to such joint filing. In evidence thereof, the undersigned hereby execute this Agreement this 11<sup>th</sup> day of September, 2003.

CITICORP VENTURE CAPITAL, LTD.

By: /s/ Anthony P. Mirra  
Name: Anthony P. Mirra  
Title: Vice President

CITIBANK, N.A.

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITICORP

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITIGROUP HOLDINGS COMPANY

By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary

CITIGROUP, INC.

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By: /s/ Serena D. Moe  
Name: Serena D. Moe  
Title: Assistant Secretary