

APEX SILVER MINES LTD  
Form SC 13G/A  
February 12, 2003

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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 13D-2(b)  
  
(AMENDMENT NO. 2) (1)

Apex Silver Mines Limited

-----  
(Name of Issuer)

Ordinary Shares, \$0.01 Par Value

-----  
(Title of Class of Securities)

G04074103

-----  
(CUSIP Number)

December 31, 2002

-----  
(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.

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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 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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CUSIP NO. G04074103  
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PAGE 2 OF 5 PAGES  
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-----  
1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Thomas S. Kaplan

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]

(b) [ ]  
-----

3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

-----  
NUMBER OF 5 SOLE VOTING POWER  
SHARES 3,554,729

-----  
BENEFICIALLY 6 SHARED VOTING POWER  
OWNED BY 0

-----  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 3,554,729

-----  
PERSON 8 SHARED DISPOSITIVE POWER  
WITH 0

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,554,729

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

[ ]  
-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
9.8%

-----  
12 TYPE OF REPORTING PERSON\*  
-----

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Individual (IN)

-----  
\*SEE INSTRUCTIONS BEFORE FILLING OUT!

-----  
CUSIP NO. G04074103  
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PAGE 3 OF 5 PAGES  
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ITEM 1(a). NAME OF ISSUER:

Apex Silver Mines Limited  
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ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

Caledonian House, 69 Jennette Street, George Town, Grand Cayman, Cayman Islands,  
British West Indies  
-----

ITEM 2(a). NAME OF PERSON FILING:

Thomas Scott Kaplan  
-----

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE:

154 West 18th Street, New York, New York 10011  
-----

ITEM 2(c). CITIZENSHIP:

United States  
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ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Ordinary Shares, \$0.01 Par Value  
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ITEM 2(e). CUSIP NUMBER:

G04074103  
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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(b), OR 13D-2(b), CHECK  
WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Act.
- (b)  Bank as defined in Section 3(a)(6) of the Act.
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act.





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EXHIBIT A  
TO  
FROM 13G

As of December 31, 2002, the Reporting Person beneficially owned 3,554,729 Ordinary Shares (the "Shares") of the Issuer, which includes 935,345 Shares of the Issuer owned by Argentum LLC, a Limited Liability Company organized under the laws of the Cayman Islands, and 2,191,325 Shares of the Issuer owned by Consolidated Commodities, Ltd., a Limited Liability Company organized under the laws of Bermuda, as to which the Reporting Person has voting and dispositive control pursuant to Voting Trust Agreements; 31,284 Shares owned directly by the Reporting Person and 396,775 Shares that the Reporting Person has the right to acquire upon the exercise of options within 60 days.