

XERIUM TECHNOLOGIES INC
Form 4
May 29, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
APAX EUROPE IV GP CO LTD

2. Issuer Name and Ticker or Trading Symbol
XERIUM TECHNOLOGIES INC
[XRM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/25/2010

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

THIRD FLOOR ROYAL BANK
PLACE, 1 GLATEGNY
ESPLANADE, ST. PETER PORT

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

GUERNSEY CHANN ISL, X0
GY12HJ

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock (\$0.01 par value)	05/25/2010		J ⁽¹⁾		24,963,244 ⁽²⁾	D	(1) 0	I	See footnote ⁽³⁾
Common Stock (\$0.01 par value)	05/25/2010		J ⁽¹⁾		80,521 ⁽²⁾	D	(1) 0	I	See footnote ⁽⁴⁾
	05/25/2010		J ⁽¹⁾		1,248,162	A	(1) 1,248,162	I	

Common Stock (\$0.001 par value)								See footnote (3)	
Common Stock (\$0.001 par value)	05/25/2010		J ⁽¹⁾	4,026	A	Ⓛ	4,026	I	See footnote (4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number Shares
Common Stock Warrants (right to buy)	\$ 19.55	05/25/2010		J ⁽¹⁾	809,079	05/26/2010 05/25/2014	Common Stock (\$0.001 par value) 809,079
Common Stock Warrants (right to buy)	\$ 19.55	05/25/2010		J ⁽¹⁾	2,610	05/26/2010 05/25/2014	Common Stock (\$0.001 par value) 2,610

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

APAX EUROPE IV GP CO LTD
THIRD FLOOR ROYAL BANK PLACE
1 GLATEGNY ESPLANADE, ST. PETER PORT
GUERNSEY CHANN ISL, X0 GY12HJ

X

Signatures

/s/ Denise J. Fallaize, as Director

05/29/2013

__Signature of Reporting Person

Date

/s/ Simon March, Authorized Signatory for Apax Partners Guernsey Limited, Company
Secretary

05/29/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) On May 25, 2010 (the "Effective Date"), the amended joint prepackaged plan of reorganization (the "Plan") of Xerium Technologies, Inc. (the "Company") became effective. Pursuant to the Plan, on the Effective Date, all shares of the Company's common stock outstanding, par value \$0.01 (the "Old Common Stock"), were cancelled and replaced with shares of common stock, par value \$0.001 (the "New Common Stock"), at a ratio equivalent to a 20 to 1 reverse split of the Company's Old Common Stock. Also on the Effective Date, holders of the Old Common Stock were issued warrants (the "Warrants") to purchase up to 10% of the number of issued and outstanding shares of New Common Stock as of the Effective Date.

(2) Represents shares of Old Common Stock which had been previously been reported as indirectly held through Xerium 3 S.A. and subsequently were held directly by Apax WW Nominees Ltd. and Apax-Xerium APIA L.P., as well as shares of Old Common Stock received in connection with the dividend reinvestment program of the Company, in each case, prior to the May 25, 2010 cancellation of Old Common Stock described in footnote 1 above.

(3) Held through Apax WW Nominees Ltd., as nominee for each of Apax Europe IV-A, L.P., Apax Europe IV-B, L.P., Apax Europe IV-C, GmbH & Co. KG, Apax Europe IV-D, L.P., Apax Europe IV-E, L.P., Apax Europe IV-F, C.V., Apax Europe IV-G, C.V., and Apax Europe IV-H, GmbH & Co. KG (collectively, the "Apax Funds"). The Reporting Person is the indirect general partner of the Apax Funds.

(4) Held through Apax-Xerium APIA L.P., of which the Reporting Person is the indirect general partner.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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