

STANDARD REGISTER CO

Form 4

October 29, 2013

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Silver Point Capital L.P.

(Last) (First) (Middle)

TWO GREENWICH PLAZA,  
FIRST FLOOR

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

STANDARD REGISTER CO [SR]

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

10/25/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock <sup>(1)</sup>        | 10/25/2013                              |                                                             | X                                    |                                                                         | 2,202,699                                                                                                          | A                                                                       | <u>(2)</u><br>2,202,699                                           |
| Common<br>Stock <sup>(1)</sup>        | 10/25/2013                              |                                                             | S <sup>(3)</sup>                     | 4                                                                       |                                                                                                                    | D                                                                       | \$<br>11.59<br><u>(4)</u><br>2,202,695                            |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
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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)

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |         |       |
|--------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                      | Director      | 10% Owner | Officer | Other |
| Silver Point Capital L.P.<br>TWO GREENWICH PLAZA, FIRST FLOOR<br>GREENWICH, CT 06830 |               | X         |         |       |
| MULE EDWARD A<br>TWO GREENWICH PLAZA, FIRST FLOOR<br>GREENWICH, CT 06830             |               | X         |         |       |
| O'Shea Robert J<br>TWO GREENWICH PLAZA, FIRST FLOOR<br>GREENWICH, CT 06830           |               | X         |         |       |

## Signatures

Signature of Reporting Person \_\_\_\_\_ Date \_\_\_\_\_

\_\_\_\_\*\*Signature of Reporting Person

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)

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Silver Point Capital, L.P. ("Silver Point") is the investment manager of Silver Point Capital Fund, L.P., SPF CDO I, Ltd. and SPCP Group, LLC (together, the "Funds") and, by reason of such status, may be deemed to be the beneficial owner of all of the reported securities held by the Funds. Silver Point Capital Management, LLC ("Management") is the general partner of Silver Point and the investment manager of SPCP Group III, LLC, and by virtue of such status may be deemed to be the beneficial owner of all of the reported securities held by the Funds and by SPCP Group III, LLC. Mr. Edward A. Mule and Mr. Robert J. O'Shea are each members of Management and by virtue of such status may be deemed to be the beneficial owners of securities held by the Funds and by SPCP Group III, LLC (together, the "SP Holders"). Silver Point, Management and Messrs. Mule and O'Shea disclaim beneficial ownership of the reported securities held by the SP Holders except to the extent of their pecuniary interest

- (2) The exercise price is \$0.00001.

- (3) On October 25, 2013, the SP Holders exercised the warrants to purchase an aggregate of 2,202,699 shares of common stock of the Issuer at an exercise price of \$0.00001 per share. The SP Holders paid the exercise price on a cashless basis, resulting in the Issuer withholding 4 of the warrant shares to pay the exercise price and issuing to the SP Holders the remaining 2,202,695 shares of common stock. The Issuer also paid an aggregate of \$24.33 to the SP Holders in lieu of fractional shares.

- (4) The price, which was calculated pursuant to the terms of the warrants, reflects the average of the closing prices of the common stock of the Issuer over the twenty trading days prior to the exercise date.

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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