

REALPAGE INC
Form 3
August 12, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Patricof Private Investment
Club III, L.P.

(Last) (First) (Middle)

C/O APAX MANAGERS,
INC.,Â 601 LEXINGTON
AVENUE

(Street)

NEW YORK,Â NYÂ 10022

(City) (State) (Zip)

2. Date of Event Requiring
Statement
(Month/Day/Year)
08/11/2010

3. Issuer Name **and** Ticker or Trading Symbol
REALPAGE INC [RP]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☒ Other
(give title below) (specify below)
Member of 10% owner group

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	107,392	D	Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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			(Instr. 4)		Price of	Derivative	
	Date	Expiration	Title	Amount or	Derivative	Security:	
	Exercisable	Date		Number of	Security	Direct (D)	
				Shares		or Indirect	
						(I)	(Instr. 5)
Series A Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	297,559 (2)	\$ (1)	D	Â
Series C Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	32,445	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Patricof Private Investment Club III, L.P. C/O APAX MANAGERS, INC. 601 LEXINGTON AVENUE NEW YORK, NY 10022	Â X	Â	Â	Member of 10% owner group

Signatures

/s/ PATRICOF PRIVATE INVESTMENT CLUB III, L.P., By: APA Excelsior VI Partners, L.P., Its General Partner, By: Apax Managers, Inc., Its General Partner, By: John F. Megrue, CEO

08/09/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The Series A Convertible Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series A Convertible Preferred Stock and 62.5% of the accrued and unpaid dividends on such shares will automatically convert into Common Stock upon consummation of the Issuer's initial public offering.

(2) Includes 5,559 shares that will be issued at the time of conversion of the Series A Convertible Preferred Stock in payment of 62.5% of the dividends on such shares accrued and unpaid as of that date, assuming an initial public offering closing date of August 17, 2010.

(3) The Series C Convertible Preferred Stock is convertible into Common Stock on a one-for-one basis at any time and has no expiration date. The Series C Convertible Preferred Stock will automatically convert into Common Stock upon consummation of the Issuer's initial public offering.

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Remarks:

The anticipated effective date of Issuer's initial public offering is August 11, 2010. A Reporting person owner group. A Jason A. Wright has served on the Issuer's board of directors pursuant to the reporting person's designation as a director and is expected to continue to serve until his successor is appointed and qualified or resignation in accordance with the Issuer's certificate of incorporation and bylaws. Jason A. Wright is the reporting person.

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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