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WHITNEY Form 4 December												
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
	this box								Expires:	January 31,		
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 SECURITIESExpires: 												
(Print or Type	e Responses)											
WHITNEY V LP Symbol				l	nd Ticker or T LTD. [HLF]	rading	5. R Issu	Relationship of Reporting Person(s) to ler (Check all applicable)				
				of Earliest	Transaction			(Check	all applicable)			
177 BROAD STREET, 15TH (Month/ 12/13/ FLOOR				/Day/Year) /2005)		belo	DirectorX10% Owner Officer (give title Other (specify below)				
GTANEO	nendment, Ionth/Day/Y	Date Original ear)		App	ndividual or Joint/Group Filing(Check licable Line) Form filed by One Reporting Person Form filed by More than One Reporting							
	Person											
(City)	(State)	(Zip)	Та	ble I - Non	n-Derivative So	ecuriti	ies Acquired	l, Disposed of,	or Beneficially	Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Code (Instr. 8)	4. Securities of Order of (ord Disposed of ((Instr. 3, 4 and	(D) id 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s (Instr. 3 and 4		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common	12/12/2005			Code V $I(1)$		(D)	Price \$	10.020.174	D			
Common	12/13/2005			J <u>(1)</u>	6,987,111	D	29.0894	19,029,174	D			
Common	12/14/2005			J <u>(2)</u>	944,416	D	\$ 29.0894	18,084,758	D			
Common	12/13/2005			J <u>(1)</u>	61,295	D	\$ 29.0894	166,935	Ι	See Footnote 3. $\frac{(3)}{2}$		
Common	12/14/2005			J <u>(2)</u>	8,286	D	\$ 29.0894	158,649	Ι	See Footnote 3. $\frac{(3)}{2}$		
Common	12/13/2005			J <u>(1)</u>	27,381	D		74,573	Ι			

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				\$ 29.0894			See Footnote 4. <u>(4)</u>
Common 12/14/2005	J <u>(2)</u>	3,700	D	\$ 29.0894	70,873	Ι	See Footnote 4. <u>(4)</u>

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 number.

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)	curity Conversion (Month/Day/Year) H curity or Exercise a		Execution Da any	Execution Date, if Transacti		5. iorNumber of Derivatives 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)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners										
Repo	rting Owner Name / Address		Rela	ationships	5							
			Director	10% Ov	wner C	Officer Ot	ther					
		2T, 15TH FLOOR 1901		Х	C							
Signa	tures											

WHITNEY V, L.P., By: Whitney Equity Partners V, LLC, General Partner, By: Daniel J. O'Brien, Managing Member

**Signature of Reporting Person

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).

12/15/2005

Date

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- (1) Shares to be sold on December 19, 2005 pursuant to December 13, 2005 Purchase Agreement with underwriters (the "Purchase Agreement").
- (2) Shares to be sold on December 19, 2005 pursuant to the Purchase Agreement as a result of the exercise of an over-allotment option by the underwriters.
- (3) Shares owned by Whitney Strategic Partners V, L.P.
- (4) Shares owned by Whitney Private Debt Fund, L.P.

Remarks:

The undersigned may be deemed a member in a Section 13(d) "group" with Whitney Strategic Partners V, L.P. and Whitney F

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.