

APAX EXCELSIOR VI LP
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 *

APAX EXCELSIOR VI LP

(Last) (First) (Middle)

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

(Street)

NEW YORK, NY 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

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

(Check all applicable)

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

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

3,142,730

D

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

SEC 1473 (7-02)

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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
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	8,707,705 (2)	\$ (1)	D	Â
Series C Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	949,444	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
APAX EXCELSIOR VI LP C/O APAX MANAGERS, INC. 601 LEXINGTON AVENUE NEW YORK, NY 10022	Â X	Â X	Â	Â

Signatures

/s/ APA EXCELSIOR VI, L.P., By: APA Excelsior VI Partners, L.P., Its General Partner, By: 08/09/2010
Apax Managers, Inc., Its General Partner, By: John F. Megrue, CEO

__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 162,705 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. Jason A. Wright of directors pursuant to the reporting person's contractual right to designate a director and is expected his successor is appointed and qualified or until his earlier removal or resignation in accordance with of incorporation and bylaws. Jason A. Wright is a partner of an affiliate of 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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