Edgar Filing: BEACON ROOFING SUPPLY INC - Form SC 13G

BEACON ROOFING SUPPLY INC Form SC 13G December 14, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. ___)*

Beacon Roofing Supply, Inc. (Name of Issuer)

Common Stock, par value \$.01 per share (Title of Class of Securities)

> 073685109 (Cusip Number)

December 3, 2009 (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- x Rule 13d-1(c)

o Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages) Page 1 of 27 Pages Exhibit Index Found on Page 26

			13G			
CUSIF	PNo.073685109					
1	NAMES OF REPORTING PERSONS 1					
Ĩ	Farallon Capital Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
2	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 					
	CITIZENSHIP OR PLACE OF O	ORGANIZATI	N			
4	California					
			SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	731,665 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
0	AGGREGATE AMOUNT BEN		731,665 WNED BY EACH REPORTING PERSON			
9	731,665 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES			
10		,		[]		
11	PERCENT OF CLASS REPRES	ENTED BY A	MOUNT IN ROW (9)			
	1.6% TYPE OF REPORTING PERSO	N (See Instruct	ions)			
12	PN					

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	13G				
CUSIF	No.073685109				
	NAMES OF REPORTING PERS	ONS			
1	Farallon Capital Institutional Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
2	(b) [X]**				
3	SEC USE ONLY				
	CITIZENSHIP OR PLACE OF C	RGANIZATIC	DN		
4	California				
		5	SOLE VOTING POWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY	6			
	OWNED BY		806,900 SOLE DISPOSITIVE POWER		
	EACH	7			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
	AGGREGATE AMOUNT BENE	FICIALLY OV	806,900 VNED BY EACH REPORTING PERSON		
9	806,900				
	CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES		
10	CERTAIN SHARES (See Instruc	uons)		[]	
11	PERCENT OF CLASS REPRES	ENTED BY AN	AOUNT IN ROW (9)		
	1.8% TYPE OF REPORTING PERSO	N (See Instructi	ons)		
12	PN				

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CUSIF	• No.073685109		13G			
	VAMES OF REPORTING PERSONS					
1	Farallon Capital Institutional Partners II, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]**					
3	SEC USE ONLY					
	CITIZENSHIP OR PLACE OF C	ORGANIZATIC	DN			
4	California		SOLE VOTING DOWED			
		5	SOLE VOTING POWER			
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	30,300 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BENE	EFICIALLY OV	30,300 VNED BY EACH REPORTING PERSON			
10	30,300 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES			
11	PERCENT OF CLASS REPRES	ENTED BY AN	AOUNT IN ROW (9)	LJ		
12	0.1% TYPE OF REPORTING PERSO	N (See Instructi	ons)			
	PN					

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			13G	
CUSIF	No.073685109			
	NAMES OF REPORTING PERSO	DNS		
1	Farallon Capital Offshore Investors CHECK THE APPROPRIATE BC		BER OF A GROUP (See Instructions)	(a) []
2			l an aggregate of 2,525,422 Shares, which is r page, however, is a beneficial owner onl	(b) [X]** s 5.6% of the class
3	SEC USE ONL I			
4	CITIZENSHIP OR PLACE OF OF	RGANIZATIO	Ν	
4	Cayman Islands			
		5	SOLE VOTING POWER	
	NUMBER OF	5	-0- SHARED VOTING POWER	
SHA	ARES BENEFICIALLY OWNED BY	6	541,300	
	EACH	7	SOLE DISPOSITIVE POWER	
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER	
	AGGREGATE AMOUNT BENEF	FICIALLY OW	541,300 VNED BY EACH REPORTING PERSON	
9 10	541,300 CHECK IF THE AGGREGATE A CERTAIN SHARES (See Instructi		ROW (9) EXCLUDES	[]
11	PERCENT OF CLASS REPRESE	NTED BY AN	IOUNT IN ROW (9)	
12	1.2% TYPE OF REPORTING PERSON	(See Instruction	ons)	
12	PN			

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CUSIP No. 073685109 NAMES OF REPORTING PERSONS Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.
 Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the
 Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the
** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the
3 SEC USE ONLY
CITIZENSHIP OR PLACE OF ORGANIZATION
4 Delaware SOLE VOTING POWER
5
NUMBER OF -0- SHARED VOTING POWER
SHARES BENEFICIALLY 6
OWNED BY 415,257 SOLE DISPOSITIVE POWER
EACH 7
-0- REPORTING PERSON WITH SHARED DISPOSITIVE POWER
8
415,257 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9
415,257 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (See Instructions)
[]
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
11 0.9%
TYPE OF REPORTING PERSON (See Instructions)
12 IA, OO

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CUSIF	PNo. 073685109		13G		
1	NAMES OF REPORTING PERSONS				
1	Farallon Partners, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF O	ORGANIZATIC	DN		
	Delaware		SOLE VOTING POWER		
	NUMBER OF	5	-0-		
SHA	ARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 2,110,165 SOLE DISPOSITIVE POWER		
	EACH	7			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BENI	EFICIALLY OV	2,110,165 WNED BY EACH REPORTING PERSON		
10	2,110,165 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES		
10				[]	
11	PERCENT OF CLASS REPRES	ENTED BY AN	AOUNT IN ROW (9)		
12	4.7% TYPE OF REPORTING PERSO	N (See Instructi	ons)		
12	00				

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CUSIF	PNo. 073685109		13G				
	NAMES OF REPORTING PERS	AMES OF REPORTING PERSONS					
1	William F. Duhamel CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []						
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.						
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF O	RGANIZATIO	N				
7	United States		SOLE VOTING POWER				
		5	SOLE VOTING FOWER				
	NUMBER OF		-0- SHARED VOTING POWER				
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER				
	EACH	7					
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER				
9	AGGREGATE AMOUNT BENE	FICIALLY OW	2,525,422 VNED BY EACH REPORTING PERSON				
10	2,525,422 CHECK IF THE AGGREGATE A CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES				
10				[]			
11	PERCENT OF CLASS REPRESI	ENTED BY AN	AOUNT IN ROW (9)				
10	5.6% TYPE OF REPORTING PERSON	N (See Instructi	ons)				
12	IN						

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CUSI	P No. 073685109		13G		
	NAMES OF REPORTING PEI	RSONS			
1	Richard B. Fried CHECK THE APPROPRIATE	BOX IF A ME	EMBER OF A GROUP (See Instructions)	(a) []	
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.				
3	SEC USE ONLY CITIZENSHIP OR PLACE OF	F ORGANIZAT	TION		
4	United States		SOLE VOTING POWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER		
	EACH	7	-0-		
REPC	RTING PERSON WITH	8	SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEI	NEFICIALLY	2,525,422 OWNED BY EACH REPORTING PERSON		
10	2,525,422 CHECK IF THE AGGREGAT CERTAIN SHARES (See Instr		N ROW (9) EXCLUDES	r i	
11	PERCENT OF CLASS REPRE	ESENTED BY .	AMOUNT IN ROW (9)	L J	
12	5.6% TYPE OF REPORTING PERS	ON (See Instru	actions)		
12	IN				

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			13G			
CUSIF	• No. 073685109					
1	NAMES OF REPORTING PERSONS					
1	Daniel J. Hirsch CHECK THE APPROPRIATE	BOX IF A ME	EMBER OF A GROUP (See Instructions)	(a) []		
2	 (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 					
3						
4	CITIZENSHIP OR PLACE OF	ORGANIZAT	ION			
4	United States					
			SOLE VOTING POWER			
		5				
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY	6	SHARED VOTING FOWER			
	OWNED BY	-	2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	SHARED DISPOSITIVE POWER			
		0	2,525,422			
9	AGGREGATE AMOUNT BEN	NEFICIALLY (OWNED BY EACH REPORTING PERSON			
)	2,525,422 CHECK IF THE AGGREGAT	E AMOUNT IN	J ROW (9) EXCLUDES			
10	CERTAIN SHARES (See Instr		(KOW ()) EXCLUDES			
10				[]		
11	PERCENT OF CLASS REPRE	ESENTED BY A	AMOUNT IN ROW (9)			
	5.6% TYPE OF REPORTING PERS	ON (See Instruc	ctions)			
12	IN					
	IN					

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CUCID	N. 072(05100		13G		
CUSIP	No. 073685109				
1	NAMES OF REPORTING PERS	SONS			
1	Monica R. Landry CHECK THE APPROPRIATE F	BOX IF A MEM	IBER OF A GROUP (See Instructions)	(a) []	
2	(b) [X]**				
3					
4	CITIZENSHIP OR PLACE OF O	ORGANIZATIO	DN		
4	United States				
			SOLE VOTING POWER		
		5			
	NUMBER OF		-0- SHARED VOTING POWER		
SHA	RES BENEFICIALLY	6	SHARED VOTING FOWER		
	OWNED BY	Ū.	2,525,422		
			SOLE DISPOSITIVE POWER		
	EACH	7	0		
REDO	RTING PERSON WITH		-0- SHARED DISPOSITIVE POWER		
KLI U		8	Shinked Dist Ostitive Fower		
			2,525,422		
0	AGGREGATE AMOUNT BEN	EFICIALLY O	WNED BY EACH REPORTING PERSON		
9	2 525 422				
	2,525,422 CHECK IF THE AGGREGATE	AMOUNT IN	ROW (9) EXCLUDES		
10	CERTAIN SHARES (See Instru-				
10				[]	
11	PERCENT OF CLASS REPRES	SENTED BY AI	MOUNT IN ROW (9)		
	5.6% TYPE OF REPORTING PERSO	N (See Instruct	ions)		
12	INI				
	IN				

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CUSIF	P No. 073685109		13G			
	JAMES OF REPORTING PERSONS					
1	Davide Leone CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY		e.v.			
4	CITIZENSHIP OR PLACE OF	ORGANIZATI	ON			
	Italy		SOLE VOTING POWER			
	NUMBER OF	5	-0-			
SHA	ARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BEN	JEFICIALLY O	2,525,422 WNED BY EACH REPORTING PERSON			
10	2,525,422 CHECK IF THE AGGREGATI CERTAIN SHARES (See Instru		ROW (9) EXCLUDES	r)		
11	PERCENT OF CLASS REPRE	SENTED BY A	MOUNT IN ROW (9)	LJ		
	5.6% TYPE OF REPORTING PERSO	ON (See Instruct	tions)			
12	IN					

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~ ~ ~ ~ ~ ~ ~			13G				
CUSIF	• No. 073685109						
1	NAMES OF REPORTING PER	IAMES OF REPORTING PERSONS					
1	Douglas M. MacMahon CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []						
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.						
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF	ORGANIZATIO	DN				
т	United States						
		_	SOLE VOTING POWER				
	NUMBER OF	5	-0- SHARED VOTING POWER				
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER				
	EACH	7	Sole Dist Control Tower				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER				
9	AGGREGATE AMOUNT BEN	EFICIALLY O	2,525,422 WNED BY EACH REPORTING PERSON				
2	2,525,422 CHECK IF THE AGGREGATE		ROW (9) EXCLUDES				
10	CERTAIN SHARES (See Instru	ctions)		[]			
11	PERCENT OF CLASS REPRES	SENTED BY AI	MOUNT IN ROW (9)				
12	5.6% TYPE OF REPORTING PERSO	N (See Instruct	ions)				
12	IN						

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CUSIF	No. 073685109		13G		
1	NAMES OF REPORTING PERSONS				
1 Stephen L. Millham CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.				
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF	ORGANIZATI	NC		
·	United States		SOLE VOTING POWER		
		5			
	NUMBER OF		-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422		
	EACH	7	SOLE DISPOSITIVE POWER		
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEN	EFICIALLY O	2,525,422 WNED BY EACH REPORTING PERSON		
2,525,422 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10	CERTAIN SHARES (See listin	cuons)		[]	
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11					
12	5.6% TYPE OF REPORTING PERSO	ON (See Instruct	ions)		
12	IN				

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CUSI	$N_{\rm A} = 0.072695100$		13G			
CUSIF	PNo. 073685109					
	NAMES OF REPORTING PERS	NAMES OF REPORTING PERSONS				
1 Jason E. Moment CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)						
2 3	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 					
	CITIZENSHIP OR PLACE OF O	ORGANIZATIC	DN			
4	United States					
		-	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BENH	EFICIALLY OV	2,525,422 VNED BY EACH REPORTING PERSON			
10	2,525,422 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
12	5.6% TYPE OF REPORTING PERSO	N (See Instructi	ons)			
12	IN					

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CUSIF	P No. 073685109		13G			
	NAMES OF REPORTING PERSONS					
1	Ashish H. Pant CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the					
3	securities reported by him on this SEC USE ONLY	cover page.				
4	CITIZENSHIP OR PLACE OF C	ORGANIZATIC	DN			
4	India					
		5	SOLE VOTING POWER			
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422			
	EACH	7	SOLE DISPOSITIVE POWER			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
	AGGREGATE AMOUNT BEN		2,525,422 VNED BY EACH REPORTING PERSON			
9	2,525,422					
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10				[]		
11	PERCENT OF CLASS REPRES	ENTED BY AN	AOUNT IN ROW (9)			
	5.6% TYPE OF REPORTING PERSO	N (See Instructi	ons)			
12		(<i>`</i>			

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CURT	N. 072(05100		13G			
CUSIF	• No. 073685109					
1	NAMES OF REPORTING PERSONS					
1	(a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF	ORGANIZATI	N			
-	United States					
		_	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY	6				
	OWNED BY		2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
	ACCDECATE AMOUNT DEN		2,525,422 WNED BY EACH REPORTING PERSON			
9	AUUREOATE AMOUNT BEN	EFICIALL'I O	When by Each Reporting reason			
2,525,422 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10		,		[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	5.6% TYPE OF REPORTING PERSO	ON (See Instruct	ions)			
12	IN					

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CUSIP	PNo. 073685109		13G			
	NAMES OF REPORTING PERSONS					
1	1 Andrew J. M. Spokes CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF C	ORGANIZATIO	DN			
-	United Kingdom		SOLE VOTING POWER			
		5				
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
0	AGGREGATE AMOUNT BENE	EFICIALLY OV	2,525,422 WNED BY EACH REPORTING PERSON			
9	2,525,422 CHECK IF THE AGGREGATE . CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES			
10				[]		
11	PERCENT OF CLASS REPRES	ENTED BY AN	MOUNT IN ROW (9)			
10	5.6% TYPE OF REPORTING PERSON	N (See Instruct	ions)			
12	IN					

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CUSI	P No. 073685109		13G			
1	NAMES OF REPORTING PERSONS					
1 Thomas F. Steyer CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []						
2	(b) $[X]^{**}$ ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY	1.6				
4	CITIZENSHIP OR PLACE OF	F ORGANIZA'	TION			
4	United States					
		5	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER			
	EACH	7				
REPC	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BE	NEFICIALLY	2,525,422 OWNED BY EACH REPORTING PERSON			
9	2,525,422 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Inst	ructions)	[]			
11	PERCENT OF CLASS REPRI	ESENTED BY	AMOUNT IN ROW (9)			
12	5.6% TYPE OF REPORTING PERS	SON (See Instru	uctions)			
12	IN					

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CUSIE	P No. 073685109		13G			
COSII	10.075005107					
1	NAMES OF REPORTING PER	SONS				
1	IBER OF A GROUP (See Instructions)	(a) []				
2	 (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 					
	CITIZENSHIP OR PLACE OF	ORGANIZATIO	DN			
4						
	United States		SOLE VOTING POWER			
		5				
	NUMBER OF		-0-			
SHA	ARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 2,525,422			
	Owned BI		SOLE DISPOSITIVE POWER			
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REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
	AGGREGATE AMOUNT BEN	EFICIALLY O	2,525,422 WNED BY EACH REPORTING PERSON			
9						
2,525,422 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)						
10		·		[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	5.6% TYPE OF REPORTING PERSO	ON (See Instruct	ions)			
12	IN					

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CUSIF	PNo. 073685109		13G		
	NAMES OF REPORTING PERSONS				
1	Mark C. Wehrly CHECK THE APPROPRIATE	BOX IF A ME	MBER OF A GROUP (See Instructions)	a) []	
2	 (b) [X]** ** The reporting persons making this filing hold an aggregate of 2,525,422 Shares, which is 5.6% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 				
	CITIZENSHIP OR PLACE OF	ORGANIZATI	ION		
4	United States				
		-	SOLE VOTING POWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY OWNED BY	6	2,525,422 SOLE DISPOSITIVE POWER		
	EACH	7			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEN	NEFICIALLY C	2,525,422 DWNED BY EACH REPORTING PERSON		
9 10	2,525,422 CHECK IF THE AGGREGATI CERTAIN SHARES (See Instru		ROW (9) EXCLUDES	[]	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	5.6% TYPE OF REPORTING PERS	ON (See Instruc	ctions)		
12	IN				

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Item 1. Issuer

(a) Name of Issuer:

Beacon Roofing Supply, Inc. (the "Company")

(b) Address of Issuer's Principal Executive Offices:

One Lakeland Park Drive Peabody, MA 01960

Item 2. Identity And Background

Title of Class of Securities and CUSIP Number (Items 2(d) and (e))

This statement relates to shares of Common Stock, par value \$0.01 per share (the "Shares"), of the Company. The CUSIP number of the Shares is 073685109.

Name of Persons Filing, Address of Principal Business Office and Citizenship (Items 2(a), (b) and (c))

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

The Farallon Funds

- (i) Farallon Capital Partners, L.P., a California limited partnership ("FCP"), with respect to the Shares held by it;
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("FCIP"), with respect to the Shares held by it;
- (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("FCIP II"), with respect to the Shares held by it; and
- (iv) Farallon Capital Offshore Investors II, L.P., a Cayman Islands exempted limited partnership ("FCOI II"), with respect to the Shares held by it.

FCP, FCIP, FCIP II and FCOI II are together referred to herein as the "Farallon Funds."

The Management Company

(v) Farallon Capital Management, L.L.C., a Delaware limited liability company (the "Management Company"), with respect to the Shares held by one or more accounts (the "Managed Accounts"), each as managed by the Management Company.

The Farallon General Partner

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(vi) Farallon Partners, L.L.C., a Delaware limited liability company (the "Farallon General Partner"), which is the general partner of each of the Farallon Funds, with respect to the Shares held by each of the Farallon Funds.

The Farallon Managing Members

(vii) The following persons, each of whom is a managing member of both the Farallon General Partner and the Management Company, with respect to the Shares held by the Farallon Funds and the Managed Accounts: William F. Duhamel ("Duhamel"), Richard B. Fried ("Fried"), Daniel J. Hirsch ("Hirsch"), Monica R. Landry ("Landry"), Davide Leone ("Leone"), Douglas M. MacMahon ("MacMahon"), Stephen L. Millham ("Millham") Jason E. Moment ("Moment"), Ashish H. Pant ("Pant"), Rajiv A. Patel ("Patel"), Andrew J. M. Spokes ("Spokes") Thomas F. Steyer ("Steyer"), Richard H. Voon ("Voon") and Mark C. Wehrly ("Wehrly").

Duhamel, Fried, Hirsch, Landry, Leone, MacMahon, Millham, Moment, Pant, Patel, Spokes, Steyer, Voon and Wehrly are together referred to herein as the "Farallon Individual Reporting Persons."

The citizenship of each of the Farallon Funds, the Management Company and the Farallon General Partner is set forth above. Each of the Individual Reporting Persons, other than Leone, Pant and Spokes, is a citizen of the United States. Leone is a citizen of Italy. Pant is a citizen of India. Spokes is a citizen of the United Kingdom. The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100, San Francisco, California 94111.

ItemIf This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person 3. Filing Is an Entity Specified in (a) - (k):

Not Applicable.

Item 4. Ownership

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person hereto is incorporated herein by reference for each such Reporting Person.

The Shares reported hereby for the Farallon Funds are owned directly by the Farallon Funds, and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be a beneficial owner of all such Shares owned by the Managed Accounts. The Farallon General Partner, as general partner of the Farallon Funds, may be deemed to be a beneficial owner of all such Shares owned by the Barallon Funds. The Farallon Individual Reporting Persons, as managing members of both the Farallon General Partner and the Management Company with the power to exercise investment discretion, may each be deemed to be a beneficial owner of all such Shares owned by the Farallon Funds and the

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Managed Accounts. Each of the Management Company, the Farallon General Partner and the Farallon Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

ItemIdentification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent 7. Holding Company or Control Person

Not Applicable.

Item 8. Identification and Classification of Members of the Group

The Reporting Persons are filing this Schedule 13G pursuant to Section 240.13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: December 14, 2009

/s/ Monica R. Landry
FARALLON PARTNERS, L.L.C.,
On its own behalf and
as the General Partner of
FARALLON CAPITAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P. and
FARALLON CAPITAL OFFSHORE INVESTORS II, L.P.
By Monica R. Landry, Managing Member

/s/ Monica R. Landry FARALLON CAPITAL MANAGEMENT, L.L.C. By Monica R. Landry, Managing Member

/s/ Monica R. Landry

Monica R. Landry, individually and as attorney-in-fact for each of William F. Duhamel, Richard B. Fried, Daniel J. Hirsch, Davide Leone, Douglas M. MacMahon, Stephen L. Millham, Jason E. Moment, Rajiv A. Patel, Ashish H. Pant, Andrew J. M. Spokes, Thomas F. Steyer, Richard H. Voon and Mark C. Wehrly

The Power of Attorney executed by each of Duhamel, Fried, MacMahon, Millham, Moment, Pant, Patel, Steyer and Wehrly authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Schedule 13D filed with the Securities and Exchange Commission on July 2, 2007 by such Reporting Persons with respect to the Common Stock of Armor Holdings, Inc., is hereby incorporated by reference. The Power of Attorney executed by Spokes authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Schedule 13D filed with the Securities and Exchange Commission on August 28, 2007 by such Reporting Person with respect to the Common Stock of Global Gold Corporation, is hereby incorporated by reference. The Power of Attorney executed by each of Hirsch and Voon authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Common Stock of Town Sports International Holdings, Inc., is hereby incorporated by Leone authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Securities and Exchange Commission on January 6, 2009 by such Reporting Persons with respect to the Common Stock of Town Sports International Holdings, Inc., is hereby incorporated by Leone authorizing Landry to sign and file this Schedule 13G on his behalf, which was filed with the Securities and Exchange Commission on October 23, 2009 by such Reporting Person with respect to the Common Stock of CapitalSource Inc., is hereby incorporated by reference.

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EXHIBIT INDEX

EXHIBIT 1

Joint Acquisition Statement Pursuant to Section 240.13d-1(k)

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EXHIBIT 1 to SCHEDULE 13G

JOINT ACQUISITION STATEMENT PURSUANT TO SECTION 240.13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: December 14, 2009

/s/ Monica R. Landry
FARALLON PARTNERS, L.L.C.,
On its own behalf and
as the General Partner of
FARALLON CAPITAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.,
FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P. and
FARALLON CAPITAL OFFSHORE INVESTORS II, L.P.
By Monica R. Landry, Managing Member

/s/ Monica R. Landry FARALLON CAPITAL MANAGEMENT, L.L.C. By Monica R. Landry, Managing Member

/s/ Monica R. Landry

Monica R. Landry, individually and as attorney-in-fact for each of William F. Duhamel, Richard B. Fried, Daniel J. Hirsch, Davide Leone, Douglas M. MacMahon, Stephen L. Millham, Jason E. Moment, Rajiv A. Patel, Ashish H. Pant, Andrew J. M. Spokes, Thomas F. Steyer, Richard H. Voon and Mark C. Wehrly

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