

XERIUM TECHNOLOGIES INC
 Form 3/A
 May 11, 2005

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 *
 Å Phillips Michael
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 05/11/2005

3. Issuer Name and Ticker or Trading Symbol
 XERIUM TECHNOLOGIES INC [XRM]

4. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 5. If Amendment, Date Original Filed(Month/Day/Year)
 05/05/2005

C/O APAX PARTNERS
 BETEILIGUNGSBERATUNG, Å GMBH
 POSSARTSTRABE 11, D-81679
 (Street)

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

MUNCHEN, Å 2M Å
 (City) (State) (Zip)

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	1 (1) (2) (3)	I	By Apax Europe IV GP, L.P.

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

SEC 1473 (7-02)

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 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) Title	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	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Phillips Michael C/O APAX PARTNERS BETEILIGUNGSBERATUNG GMBH POSSARTSTRABE 11, D-81679 MUNCHEN, 2M	X	A	A	A

Signatures

/s/ Milap Patel, by power of attorney 05/11/2005

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 Reporting Person is a manager of Apax Partners Beteiligungsberatung GmbH, an entity advising Apax Europe IV GP, L.P., which is the Managing General Partner of Apax Europe IV-A, L.P., which as the indirect controlling shareholder of Xerium 3 S.A. may be deemed to be the beneficial owner of the 1 share of Issuer's Common Stock held by Xerium 3 S.A. The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein.
- (2) Immediately prior to the Issuer's contemplated initial public offering (the "Offering") described in Amendment No. 12 to the Issuer's Registration Statement on Form S-1 filed with the Securities and Exchange Commission on May 11, 2005 (the "Registration Statement"), pursuant to the reorganization as described in the Registration Statement, and assuming an initial public offering price of \$12.00, the Issuer will (i) effect a 31,099,636-for-1 stock split of the Issuer's Common Stock and (ii) redeem 2,125,663 shares of the Issuer's Common Stock from Xerium 3 S.A. in exchange for 43,757 shares of common stock of Xerium 3 S.A., the indirect parent company of the issuer.
- (3) In the Offering, Xerium 3 S.A. may sell up to an aggregate of 2,009,885 shares of the Issuer's Common Stock if the underwriters exercise their over-allotment option in full. Assuming no exercise of the underwriters' over-allotment option, after such transactions the Reporting Person may be deemed to be the beneficial owner of the 28,973,973 shares of Issuer's Common Stock held by Xerium 3 S.A. The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein.

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.