

XERIUM TECHNOLOGIES INC
 Form 4
 July 31, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box 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 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 EUROPE IV GP CO LTD

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 07/29/2013

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

THIRD FLOOR ROYAL BANK PLACE, 1 GLATEGNY ESPLANADE, ST. PETER PORT

(Street)

4. 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

GUERNSEY, CHANNEL ISLANDS GY12HJ

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock (\$0.001 par value)	07/29/2013		S		997	D	See footnote (3)
					\$ 13.1519 (1) (2)		
Common Stock (\$0.001 par value)	07/29/2013		S		3	D	See footnote (4)
					\$ 13.1519 (1) (2)		
	07/30/2013		S		12,099	D	
							1,126,927 I

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Common Stock (\$0.001 par value)					\$				See footnote (3)	
					12.1731					
					(2) (5)					
Common Stock (\$0.001 par value)	07/30/2013		S	39	D	\$	12.1731	3,635	I	See footnote (4)
							(2) (5)			
Common Stock (\$0.001 par value)	07/31/2013		S	41,122	D	\$	12.2006	1,085,805	I	See footnote (3)
							(2) (6)			
Common Stock (\$0.001 par value)	07/31/2013		S	133	D	\$	12.2006	3,502	I	See footnote (4)
							(2) (6)			

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

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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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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. Number of Derivative Securities Beneficially Owned (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

APAX EUROPE IV GP CO LTD
THIRD FLOOR ROYAL BANK PLACE

X

1 GLATEGNY ESPLANADE, ST. PETER PORT
GUERNSEY, CHANNEL ISLANDS GY12HJ

Signatures

/s/ Andrew Guille, as Director

07/31/2013

__Signature of Reporting Person

Date

/s/ Trina Le Noury, Authorized Signatory for Apax Partners Guernsey Limited, Company
Secretary

07/31/2013

__Signature of Reporting Person

Date

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).

(1) Represents the weighted average sales price for price increments ranging from \$13.14 to \$13.20.

The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(3) Held through Apax WW Nominees Ltd., as nominee for each of Apax Europe IV-A, L.P., Apax Europe IV-B, L.P., Apax Europe IV-C, GmbH & Co. KG, Apax Europe IV-D, L.P., Apax Europe IV-E, L.P., Apax Europe IV-F, C.V., Apax Europe IV-G, C.V., and Apax Europe IV-H, GmbH & Co. KG (collectively, the "Apax Funds"). The Reporting Person is the indirect general partner of the Apax Funds.

(4) Held through Apax Xerium APIA L.P., of which the Reporting Person is the indirect general partner.

(5) Represents the weighted average sales price for price increments ranging from \$12.08 to \$12.34.

(6) Represents the weighted average sales price for price increments ranging from \$12.00 to \$12.38.

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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