

REALPAGE INC
Form 4
January 07, 2014

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WINN STEPHEN T

(Last) (First) (Middle)

**4000 INTERNATIONAL
PARKWAY**

(Street)

CARROLLTON, TX 75007

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
REALPAGE INC [RP]

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman and CEO

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 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 Ownership (Instr. 4)
			Code	V	Amount (1)	(A) or (D) Price (2)	
Common Stock	01/03/2014		S		3,000 (1)	\$ 22.24 (2)	4,571,697 D
Common Stock	01/06/2014		S		3,000 (1)	\$ 22.22 (3)	4,568,697 D
Common Stock	01/07/2014		S		3,000 (1)	\$ 22.05 (4)	4,565,697 D
Common Stock	01/03/2014		S		3,200 (1)	\$ 22.24	20,204,155 I By Seren Capital

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					<u>(2)</u>				Ltd. <u>(5)</u>
Common Stock	01/06/2014	S	<u>3,200</u> <u>(1)</u>	D	\$ <u>22.22</u> <u>(3)</u>	20,200,955	I		By Seren Capital Ltd. <u>(5)</u>
Common Stock	01/07/2014	S	<u>3,200</u> <u>(1)</u>	D	\$ <u>22.05</u> <u>(4)</u>	20,197,755	I		By Seren Capital Ltd. <u>(5)</u>
Common Stock	01/03/2014	S	<u>300</u> <u>(1)</u>	D	\$ <u>22.24</u> <u>(2)</u>	41,579	I		By Seren Catalyst, L.P. <u>(5)</u>
Common Stock	01/06/2014	S	<u>300</u> <u>(1)</u>	D	\$ <u>22.22</u> <u>(3)</u>	41,279	I		By Seren Catalyst, L.P. <u>(5)</u>
Common Stock	01/07/2014	S	<u>300</u> <u>(1)</u>	D	\$ <u>22.05</u> <u>(4)</u>	40,979	I		By Seren Catalyst, L.P. <u>(5)</u>
Common Stock	01/03/2014	S	<u>1,500</u> <u>(1)</u>	D	\$ <u>22.24</u> <u>(2)</u>	936,038	I		By Melinda G. Winn 2010 QTIP Trust <u>(6)</u>
Common Stock	01/06/2014	S	<u>1,500</u> <u>(1)</u>	D	\$ <u>22.22</u> <u>(3)</u>	934,538	I		By Melinda G. Winn 2010 QTIP Trust <u>(6)</u>
Common Stock	01/07/2014	S	<u>1,500</u> <u>(1)</u>	D	\$ <u>22.05</u> <u>(4)</u>	933,038	I		By Melinda G. Winn 2010 QTIP Trust <u>(6)</u>
Common Stock	01/03/2014	S	<u>2,000</u> <u>(1)</u>	D	\$ <u>22.24</u> <u>(2)</u>	310,344	I		By Stephen T. Winn 1996 Family LPA <u>(7)</u>
Common Stock	01/06/2014	S	<u>2,000</u> <u>(1)</u>	D	\$ <u>22.22</u> <u>(3)</u>	308,344	I		By Stephen T. Winn 1996 Family LPA <u>(7)</u>

Common Stock	01/07/2014	S	2,000 (1)	D	\$ 22.05 (4)	306,344	I
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By
Stephen T.
Winn
1996
Family
LPA (7)

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

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(9-02)

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WINN STEPHEN T 4000 INTERNATIONAL PARKWAY CARROLLTON, TX 75007	X	X	Chairman and CEO	

Signatures

/s/ Stephen T.
Winn

01/07/2014

**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).

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- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 14, 2013.

The price reported is a weighted average sale price. The sale prices ranged from \$22.06 to \$22.36. Reporting Person provided Issuer full information regarding the number of shares sold at each separate price. Issuer will provide, upon receipt of a request, a copy of this information to the SEC staff or a security holder of the Issuer.

- (2) The price reported is a weighted average sale price. The sale prices ranged from \$21.92 to \$22.52. Reporting Person provided Issuer full information regarding the number of shares sold at each separate price. Issuer will provide, upon receipt of a request, a copy of this information to the SEC staff or a security holder of the Issuer.

- (3) The price reported is a weighted average sale price. The sale prices ranged from \$21.94 to \$22.21. Reporting Person provided Issuer full information regarding the number of shares sold at each separate price. Issuer will provide, upon receipt of a request, a copy of this information to the SEC staff or a security holder of the Issuer.

- (4) The reporting person is the sole manager and president of Seren Capital Management, L.L.C., which is the general partner of the partnership that directly owns the reported securities. The reporting person disclaims beneficial ownership of the securities reported except to the extent of his pecuniary interest, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all the reported securities for purposes of Section 16 or for any other purpose.

- (5) These securities are held in trust for the benefit of the reporting person's spouse. The reporting person is a trustee of the trust. The reporting person disclaims beneficial ownership of the reported securities and the inclusion of these securities in this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

- (6) The reporting person is the manager of Stephen T. Winn Management, LLC, which is the general partner of the partnership that directly owns the reported securities. The reporting person disclaims beneficial ownership of the securities reported except to the extent of his pecuniary interest, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all the reported securities for purposes of Section 16 or for any other purpose.

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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