## Edgar Filing: SIRONA DENTAL SYSTEMS, INC. - Form 4

SIRONA DENTAL SYSTEMS, INC. Form 4 May 16, 2011 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to SCHEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b). (Print or Type Responses) 1. Name and Address of Reporting Person* Sirona Holdings Luxco S.C.A. Sirona Holdings Luxco S.C.A. (Print or Type Responses) 1. Name and Address of Reporting Person* Sirona Holdings Luxco S.C.A. Sirona Holdings Luxco S.C.A. (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 412F, ROUTE D??ESCH, (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (Zip) Table 1- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (City) (State) (Zip) Table 1- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
May 16, 2011       OMB APPROVAL         FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB       3235-0287         Check this box if no longer scetion 16. Form 4 or obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations t(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MB       2005         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940       Stimated average burden hours per response.       5. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol SIRONA DENTAL SYSTEMS, INC. [SIRO]       5. Relationship of Reporting Person(s) to Issuer       Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person (s) to Issuer       Check all applicable         412F, ROUTE D??ESCH, L-1030, N4       (Street)       4. If Amendment, Date Original Filed (Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by More than One Reporting Person
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB       3235-0287         Check this box if no longer subject to Section 16. Form 4 or Form 5       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Check this box if no longer subject to Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Public Utility Holding Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investment Company Act of 1940       States and section 17(a) of the Investin and the Investment Company Act of 1940
Image: Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Male in the securities is the securitis is the securities is the securities is the securities is the sec
Washington, D.C. 20549       Number:       3235-0287         Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:       January 31, 2005         Section 16.       SECURITIES       State of 1934, obligations       Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Section 1940         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Sirona Holdings Luxco S.C.A.       S. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         412F, ROUTE D??ESCH,       05/13/2011       Officer (give tile       X 10% Owner Other (specify below)         L-1030, N4       (First)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) — Form filed by More than One Reporting Person
Check this box       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires:       2005         Section 16.       SECURITIES       State of Porm 4 or       2005         Form 4 or       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).         (Print or Type Responses)       1. Name and Address of Reporting Person 10(b).       2. Issuer Name and Ticker or Trading Symbol       Sirona Holdings Luxco S.C.A.       Sirona Address of Reporting Person 10(b).       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director of Officer (give tile of the Other (specify below))       Check all applicable)         412F, ROUTE D??ESCH,       05/13/2011       6. Individual or Joint/Group Filing(Check Applicable Line)
a hotomignal       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF section 16.       Estimated average burden hours per response       0.5         Form 4 or Form 5 othigations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Section 1940         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol SIRONA DENTAL SYSTEMS, INC. [SIRO]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director below)       -X_10% Owner cother (specify below)         412F, ROUTE D??ESCH,       05/13/2011       6. Individual or Joint/Group Filing(Check Applicable Line) - Form filed by More than One Reporting Person         L-1030, N4       (furp)       (furp)       (furp)       (furp)
Section 16.       SECURITIES       Durden hours per response       0.5         Form 4 or       Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1940 1(b).       0.5         (Print or Type Responses)       30(h) of the Investment Company Act of 1940 1(b).       5. Relationship of Reporting Person 1(b).       5. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)
Form 5 obligations may continue. See Instruction 1(b).       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 1935 or Section 1(b).         (Print or Type Responses)       30(h) of the Investment Company Act of 1940 1(b).         1. Name and Address of Reporting Person 1 Sirona Holdings Luxco S.C.A.       2. Issuer Name and Ticker or Trading Symbol SIRONA DENTAL SYSTEMS, INC. [SIRO]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)
obligations may continue. 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 <sup>±</sup> . Sirona Holdings Luxco S.C.A.       2. Issuer Name and Ticker or Trading Symbol SIRONA DENTAL SYSTEMS, INC. [SIRO]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         412F, ROUTE D??ESCH,       05/13/2011       05/13/2011       6. Individual or Joint/Group Filing(Check Applicable Line) — Form filed by One Reporting Person         L-1030, N4       (Tirp)       (Tirp)
may continue.       30(h) of the Investment Company Act of 1940         See Instruction       30(h) of the Investment Company Act of 1940         1(b).       (Print or Type Responses)         1. Name and Address of Reporting Person <sup>+</sup> 2. Issuer Name and Ticker or Trading Symbol         Sirona Holdings Luxco S.C.A.       2. Issuer Name and Ticker or Trading Symbol         INC. [SIRO]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)         (Iast)       (First)         (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       — Director below)       — 10% Owner — Officer (give title _ below)         412F, ROUTE D??ESCH,       05/13/2011       6. Individual or Joint/Group Filing(Check Applicable Line)         L-1030, N4       Form filed by One Reporting Person -X_ Form filed by More than One Reporting Person
iter instruction       iter instruction         i(b).       (Print or Type Responses)         1. Name and Address of Reporting Person <sup>*</sup> .       2. Issuer Name and Ticker or Trading Symbol         Sirona Holdings Luxco S.C.A.       SiroNA DENTAL SYSTEMS, INC. [SIRO]         (Last)       (First)         (Last)       (First)         (Middle)       3. Date of Earliest Transaction (Month/Day/Year)         412F, ROUTE D??ESCH,       05/13/2011         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)         L-1030, N4       (Tirp)
1. Name and Address of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         Sirona Holdings Luxco S.C.A.       SIRONA DENTAL SYSTEMS, INC. [SIRO]       (Check all applicable)         (Last)       (First)       Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director
1. Name and Address of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         Sirona Holdings Luxco S.C.A.       SIRONA DENTAL SYSTEMS, INC. [SIRO]       (Check all applicable)         (Last)       (First)       Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director
Sirona Holdings Luxco S.C.A.       Symbol       Issuer         Sirona Holdings Luxco S.C.A.       Symbol       Issuer         Sirona Holdings Luxco S.C.A.       Sirona DENTAL SYSTEMS, INC. [SIRO]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      Officer (give title
Sirona Holdings Luxco S.C.A.       Symbol       Issuer         Sirona Holdings Luxco S.C.A.       Symbol       Issuer         Sirona Holdings Luxco S.C.A.       Sirona DENTAL SYSTEMS, INC. [SIRO]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      Officer (give title
INC. [SIRO]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)
INC. [SIRO]       INC. [SIRO]         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      Director      Other (specify below)         412F, ROUTE D??ESCH,       05/13/2011      Other (specify below)      Other (specify below)         (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
412F, ROUTE D??ESCH,       (Month/Day/Year)      Officer (give titleOther (specify below)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         L-1030, N4      Officer (give titleOther (specify below)      Other (specify below)
412F, ROUTE D??ESCH,       05/13/2011       below)       below)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check         L-1030, N4       Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check
(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 _X Form filed by More than One Reporting Person
Filed(Month/Day/Year)       Applicable Line)         Form filed by One Reporting Person       Form filed by More than One Reporting Person         (First)       (Stats)
L-1030, N4 Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person
City) (State) (Zip)
$(C_{i}^{*})$ $(C_{i}^{*})$ $(T_{i}^{*})$
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed3.4. Securities Acquired (A) Disposed of (D)5. Amount of Securities6.7. Nature of Indirect1.Title of Security(Month/Day/Year)Execution Date, if Execution Date, ifTransactionor Disposed of (D)SecuritiesOwnershipIndirect
(Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial
(Month/Day/Year) (Instr. 8) Following or Indirect (D) Ownership
Reported (I)
(A) Transaction(s) (Instr. 4)
Code V Amount (D) Price (Instr. 3 and 4)
Common 05/12/2011
Stock $05/13/2011$ S $9,747,480$ D     \$ 53     0     D $\frac{(1)}{2}$

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

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 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amo Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
Repor	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Reporti	ng Owner Name / Ac	ldress	Direc		e <b>lationships</b> Owner Off	icer Other				

<b>Reporting Owner Name / Address</b>		Relationsh	nps
	Director	10% Owner	Off
Sirona Holdings Luxco S.C.A. 412F, ROUTE D??ESCH L-1030, N4		Х	
Sirona Holdings S.A. 412F, ROUTE D??ESCH L-1030, N4		Х	
MDCP GLOBAL AGGREGATOR, L.P. C/O MADISON DEARBORN PARTNERS, LLC THREE FIRST NATIONAL PLAZA, SUITE 4600 CHICAGO, IL 60602		Х	
MDCP IV Global Investments LP MAPLES CORPORATE SERVICES LTD, PO BOX309 UNITED HOUSE, SOUTH CHURCH STREET GEORGE TOWN, GRAND CAYMAN, E9 KY-1104		Х	
MDCP IV Global GP, LP MAPLES CORPORATE SERVICES LTD, PO BOX309 UNITED HOUSE, SOUTH CHURCH STREET GEORGE TOWN, GRAND CAYMAN, E9 KY-1104		Х	
MDP Global Investors LTD MAPLES CORPORATE SERVICES LTD, PO BOX309 UNITED HOUSE, SOUTH CHURCH STREET GEORGE TOWN, GRAND CAYMAN, E9 KY-1104		Х	

## Signatures

/s/ Timothy Sullivan, its 'A' Director, Sirona Holdings S.A., its Manager for Sirona Holdings Luxco S.C.A.

<u>\*\*</u>Signature of Reporting Person

05/16/2011

Date

## Edgar Filing: SIRONA DENTAL SYSTEMS, INC. - Form 4

/s/ Timothy Sullivan, its 'A' Director for Sirona Holdings S.A.	05/16/2011
**Signature of Reporting Person	Date
/s/ Timothy Sullivan, its Managing Director, MDP Global Investors Limited, its General Partner for MDCP Global Aggregator, L.P.	05/16/2011
**Signature of Reporting Person	Date
/s/ Timothy Sullivan, its Managing Director, MDP Global Investors Limited, its General Partner, MDP IV Global GP, LP, its General Partner for MDCP IV Global Investments LP	05/16/2011
**Signature of Reporting Person	Date
/s/ Timothy Sullivan, its Managing Director, MDP Global Investors Limited, its General Partner for MDP IV Global GP	05/16/2011
**Signature of Reporting Person	Date
/s/ Timothy Sullivan, its Managing Director for MDP Global Investors Limited	05/16/2011
**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).

The following entities may be deemed to have a beneficial interest in the Common Stock held by Sirona Holdings Luxco S.C.A. ("Luxco"): Sirona Holdings S.A by virtue of its being the sole manager of Luxco; MDCP Global Aggregator, L.P. ("MDCP Global Aggregator") by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the controlling shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Investments LP by virtue of its being the control shareholder of Luxco; MDCP IV Global Inve

(1) controlling shareholder of Sirona Holdings S.A.; MDP IV Global GP, LP by virtue of its being the sole general partner of MDCP IV Global Investments LP; and MDP Global Investors Limited, by virtue of its being the sole general partner of MDP IV Global GP, LP and MDCP Global Aggregator. Each of MDCP Global Aggregator, MDCP IV Global Investments LP, MDP IV Global GP, LP and MDP Global Investors Limited disclaims beneficial ownership of any shares directly held by Luxco, except to the extent of their respective pecuniary interests 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.