

SolarWinds, Inc.  
Form SC 13D  
December 21, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SCHEDULE 13D

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

SolarWinds, Inc.  
(Name of Issuer)  
Common Stock,  
par value \$0.001  
per share  
(Title of Class of  
Securities)  
83416B109  
(Cusip Number)  
Michael B. Fisch  
Farallon Capital  
Management,  
L.L.C.  
One Maritime  
Plaza, Suite 2100  
San Francisco,  
California 94111  
(415) 421-2132  
(Name, Address,  
and Telephone  
Number of Person  
Authorized to  
Receive Notices  
and  
Communications)  
December 11,  
2015  
(Date of Event  
which Requires  
Filing of this  
Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Sections 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [  ].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7 for other parties to whom copies are to be sent.

\* 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 disclosures provided in a prior cover page.

The information required on 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 47 Pages  
Exhibit Index Found on Page 45

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital Partners, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

\*\*The reporting persons making this filing hold an aggregate of 3,565,200 Shares, which is 4.96% 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. See Preliminary Note.

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

WC, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

California

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

676,905

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

676,905

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

676,905

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.94%

TYPE OF REPORTING PERSON (See Instructions)

14

PN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital Institutional Partners, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

California

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

748,600

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

748,600

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

748,600

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

1.04%

14 TYPE OF REPORTING PERSON (See Instructions)

PN

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital Institutional Partners II, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b) \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

WC

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

California

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

165,951

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

165,951

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

165,951

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.23%

TYPE OF REPORTING PERSON (See Instructions)

14

PN





13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1 Farallon Capital Institutional Partners III, L.P.  
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)   
 (b) \*\*

2 \*\*The reporting persons making this filing hold an aggregate of 3,565,200 Shares, which is 4.96% 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. See Preliminary Note.

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 WC  
 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 5 TO ITEMS 2(d) OR 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8 NUMBER OF  
 SHARES BENEFICIALLY  
 OWNED BY

8

202,200

EACH  
 REPORTING  
 PERSON WITH

9

SOLE DISPOSITIVE POWER

-0-

SHARED DISPOSITIVE POWER

10

202,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

202,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
 12 CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.28%

TYPE OF REPORTING PERSON (See Instructions)

14

PN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1 Farallon Capital Offshore Investors II, L.P.  
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)   
 (b) \*\*

2 \*\*The reporting persons making this filing hold an aggregate of 3,565,200 Shares, which is 4.96% 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. See Preliminary Note.

3 SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4 WC, OO  
 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6 Cayman Islands

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8 NUMBER OF  
 SHARES BENEFICIALLY  
 OWNED BY  
 EACH

8

1,459,827

SOLE DISPOSITIVE POWER

9 REPORTING  
 PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

1,459,827

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11 1,459,827

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13 2.03%

TYPE OF REPORTING PERSON (See Instructions)

14 PN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital F5 Master I, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

WC, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Cayman Islands

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

42,400

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

42,400

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

42,400

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.06%

TYPE OF REPORTING PERSON (See Instructions)

14

PN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital (AM) Investors, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

WC, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

8

83,617

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

83,617

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

83,617

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.12%

TYPE OF REPORTING PERSON (See Instructions)

14

PN





13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital AA Investors, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

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SOURCE OF FUNDS (See Instructions)

4

WC, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

130,800

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

130,800

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

130,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.18%

TYPE OF REPORTING PERSON (See Instructions)

14

PN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Capital Management, L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b) \*\*

2

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3

SEC USE ONLY

4

SOURCE OF FUNDS (See Instructions)

WC, OO

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

6

CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

54,900

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

54,900

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

54,900

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.08%

TYPE OF REPORTING PERSON (See Instructions)

14

IA, OO

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon Partners, L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8

3,467,900

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,467,900

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,467,900

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.83%

14 TYPE OF REPORTING PERSON (See Instructions)

OO

Page 11 of 47 Pages

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon F5 (GP), L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

42,400

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

42,400

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

42,400

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.06%

14 TYPE OF REPORTING PERSON (See Instructions)

OO

Page 12 of 47 Pages

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Farallon AA GP, L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Delaware

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

130,800

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

130,800

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

130,800

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

0.18%

14 TYPE OF REPORTING PERSON (See Instructions)

OO

Page 13 of 47 Pages

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Michael B. Fisch

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

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3

SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

3,565,200

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 14 of 47 Pages

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Richard B. Fried

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY  
OWNED BY  
EACH

8

3,565,200

SOLE DISPOSITIVE POWER

REPORTING  
PERSON WITH

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

TYPE OF REPORTING PERSON (See Instructions)

14

IN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Daniel J. Hirsch

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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3

SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

3,565,200

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

David T. Kim

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

3,565,200

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 17 of 47 Pages

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13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Monica R. Landry

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

NUMBER OF  
SHARES BENEFICIALLY

8

OWNED BY

3,565,200

EACH

SOLE DISPOSITIVE POWER

REPORTING

9

PERSON WITH

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 18 of 47 Pages

---

13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Michael G. Linn

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

\*\*The reporting persons making this filing hold an aggregate of 3,565,200 Shares, which is 4.96% 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. See Preliminary Note.

3

SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 19 of 47 Pages

---

13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Rajiv A. Patel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

14 TYPE OF REPORTING PERSON (See Instructions)

IN

Page 20 of 47 Pages

---



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Thomas G. Roberts, Jr.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

TYPE OF REPORTING PERSON (See Instructions)

14

IN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Andrew J. M. Spokes

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4

N/A

CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United Kingdom

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

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12

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

TYPE OF REPORTING PERSON (See Instructions)

14

IN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

John R. Warren

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SEC USE ONLY

SOURCE OF FUNDS (See Instructions)

4

N/A

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5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

10

3,565,200

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11

3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

TYPE OF REPORTING PERSON (See Instructions)

14

IN



13D

CUSIP No. 83416B109

NAMES OF REPORTING PERSONS

1

Mark C. Wehrly

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)  \*\*

2

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SOURCE OF FUNDS (See Instructions)

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CITIZENSHIP OR PLACE OF ORGANIZATION

6

United States

SOLE VOTING POWER

7

-0-

SHARED VOTING POWER

8

3,565,200

SOLE DISPOSITIVE POWER

9

-0-

SHARED DISPOSITIVE POWER

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3,565,200

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3,565,200

CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

4.96%

TYPE OF REPORTING PERSON (See Instructions)

14

IN





