

FRONTENAC CO VII LLC

Form 4

January 04, 2005

**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

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FRONTENAC CO VII LLC

(Last) (First) (Middle)

135 S. LASALLE STREET, SUITE  
3800

(Street)

CHICAGO, IL 60603-4131

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

SI INTERNATIONAL INC [SINT]

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

12/30/2004

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_X\_\_\_\_ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 12/30/2004                              | 12/30/2004                                                  | J <sup>(1)</sup>                     | 625,000 D                                                               | \$<br>31.97 625,336 <sup>(2)</sup>                                                                                 | I                                                                       | See<br>footnote<br><sup>(3)</sup>                                              |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 12/30/2004                              | 12/30/2004                                                  | J <sup>(4)</sup>                     | 31,250 D                                                                | \$<br>31.97 31,284 <sup>(2)</sup>                                                                                  | I                                                                       | See<br>footnote<br><sup>(5)</sup>                                              |
| Common<br>Stock, par                                 | 12/30/2004                              | 12/30/2004                                                  | J <sup>(6)</sup>                     | 158 A                                                                   | \$<br>31.97 158 <sup>(2)</sup>                                                                                     | D                                                                       |                                                                                |

value  
\$0.01 per  
share

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |         |                              |
|---------------------------------------------------------------------------------------|---------------|-----------|---------|------------------------------|
|                                                                                       | Director      | 10% Owner | Officer | Other                        |
| FRONTENAC CO VII LLC<br>135 S. LASALLE STREET<br>SUITE 3800<br>CHICAGO, IL 60603-4131 |               | X         |         |                              |
| CRAWFORD JAMES III<br>135 S. LASALLE STREET<br>SUITE 3800<br>CHICAGO, IL 60603-4131   |               | X         |         |                              |
| FRONTENAC VII LP<br>135 S. LASALLE STREET, SUITE 3800<br>CHICAGO, IL 60603-4131       |               | X         |         | Member of Joint Filing Group |
| COWIE JAMES E<br>135 S. LASALLE STREET, SUITE 3800<br>CHICAGO, IL 60603-4131          |               |           |         | Member of Joint Filing Group |
|                                                                                       |               |           |         | Member of Joint Filing Group |

CARBERY PAUL D  
135 S. LASALLE STREET, SUITE 3800  
CHICAGO, IL 60603-4131

GOLDSTEIN RODNEY L  
135 S. LASALLE STREET, SUITE 3800  
CHICAGO, IL 60603-4131

Member of Joint Filing Group

KOLDYKE MARTIN J  
135 S. LASALLE STREET, SUITE 3800  
CHICAGO, IL 60603-4131

Member of Joint Filing Group

SILVERMAN JEREMY H  
135 S. LASALLE STREET, SUITE 3800  
CHICAGO, IL 60603-4131

Member of Joint Filing Group

PEARL LAURA P  
135 S. LASALLE STREET, SUITE 3800  
CHICAGO, IL 60603-4131

Member of Joint Filing Group

## Signatures

Karen C. Fanelli, under Power of Attorney for the Reporting  
Persons

01/04/2005

\_\_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) Frontenac VII LP ("FVII") distributed 625,000 shares of Common Stock of the Issuer on December 30, 2004. After such distribution, FVII holds 625,336 shares of Common Stock of the Issuer.

- (2) After giving effect to all the transactions reported herein, Frontenac Company VII, LLC ("Frontenac LLC") may be deemed to beneficially own 656,778 shares of the Common Stock of the Issuer, which includes 625,336 shares held by FVII, 31,284 shares held by Frontenac Masters VII LP ("Masters"), and 158 shares held directly by Frontenac LLC.

- (3) Frontenac LLC is the general partner of FVII and has the sole power to direct the vote and disposition of the shares held by FVII. James E. Crawford III, Paul D. Carbery, James E. Cowie, Rodney L. Goldstein, Martin J. Koldyke, Laura P. Pearl and Jeremy H. Silverman are members of Frontenac LLC and have the shared power to direct the voting and disposition of the shares directly held by FVII. As a result of the foregoing, Frontenac LLC and each member of the LLC may be deemed to have indirect beneficial ownership of the 625,336 shares of Common Stock of the Issuer held by FVII. Beneficial ownership of these shares is disclaimed by Frontenac LLC and each member of Frontenac LLC. The filing of this form shall not be deemed an admission that Frontenac LLC or any member of Frontenac LLC is, for purposes of Section 16 or otherwise, the beneficial owner of such shares.

- (4) Masters distributed 31,250 shares of Common Stock of the Issuer on December 30, 2004. After such disposition, Masters holds 31,284 shares of Common Stock of the Issuer.

- (5) Frontenac LLC is the general partner of Masters and has the sole power to direct the vote and disposition of the shares held by Masters. James E. Crawford III, Paul D. Carbery, James E. Cowie, Rodney L. Goldstein, Martin J. Koldyke, Laura P. Pearl and Jeremy H. Silverman are members of Frontenac LLC and have the shared power to direct the voting and disposition of the shares directly held by Masters. As a result of the foregoing, each member of the LLC may be deemed to have indirect beneficial ownership of the 31,284 shares of Common Stock of the Issuer held by Masters. Beneficial ownership of these shares is disclaimed by Frontenac LLC and each member of Frontenac LLC.

- (6) On December 30, 2004, Masters distributed 158 shares to Frontenac LLC. James E. Crawford III, Paul D. Carbery, James E. Cowie, Rodney L. Goldstein, Martin J. Koldyke, Laura P. Pearl and Jeremy H. Silverman are members of Frontenac LLC and have the shared power to direct the voting and disposition of the shares directly held by Frontenac LLC. As a result of the foregoing, each member of the LLC may be deemed to have indirect beneficial ownership of the 158 shares of Common Stock of the Issuer held by Frontenac LLC. Beneficial ownership of these shares is disclaimed by each member of Frontenac LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: FRONTENAC CO VII LLC - Form 4

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