

Edgar Filing: Tschira Klaus - Form SC 13G

Tschira Klaus
Form SC 13G
July 30, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934*

SAP AKTIENGESELLSCHAFT SYSTEME, ANWENDUNGEN, PRODUKTE IN DER DATENVERARBEITUNG

(Name of Issuer)

ORDINARY SHARES WITHOUT NOMINAL VALUE

(Title of Class of Securities)

803054204

(CUSIP Number)

MAY 3, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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 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).

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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Dr. h. c. Klaus Tschira

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

5. SOLE VOTING POWER

NUMBER OF 2,000,000

SHARES

6. SHARED VOTING POWER

BENEFICIALLY

36,987,460*

OWNED BY

7. SOLE DISPOSITIVE POWER

EACH

REPORTING

2,000,000

PERSON WITH

8. SHARED DISPOSITIVE POWER

36,987,460*

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

38,987,460

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES

CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12.3%

12. TYPE OF REPORTING PERSON

IN

* Includes 21,154,800 ordinary shares owned by Klaus Tschira Stiftung gemeinnutzige GmbH and 15,832,660 ordinary shares owned by Dr. h.c. Tschira Beteiligungs GmbH & Co. KG. Dr. Tschira exercises voting and dispositive power of the ordinary shares held by such entities.

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** Excludes 1,633,840 ordinary shares owned in the aggregate by Dr. Tschira's immediate family and such shares are not included above.

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Dr. h.c. Tschira Beteiligungs GmbH & Co. KG

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

5. SOLE VOTING POWER
NUMBER OF 15,832,660
SHARES

6. SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH -0-

7. SOLE DISPOSITIVE POWER
15,832,660

8. SHARED DISPOSITIVE POWER
-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
15,832,660

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.0%

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12. TYPE OF REPORTING PERSON

PN

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Dr. h.c. Tschira Verwaltungs GmbH

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

5. SOLE VOTING POWER

NUMBER OF -0-
SHARES

6. SHARED VOTING POWER

BENEFICIALLY 15,832,660*
OWNED BY

7. SOLE DISPOSITIVE POWER

EACH -0-
REPORTING

8. SHARED DISPOSITIVE POWER

PERSON WITH 15,832,660*

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,832,660

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES

CERTAIN SHARES

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.0%

12. TYPE OF REPORTING PERSON

CO

* Includes 15,832,660 ordinary shares owned by Dr. h.c. Tschira Beteiligungs GmbH & Co. KG. Dr. h.c. Tschira Verwaltungs GmbH exercises voting and dispositive power of the ordinary shares held by such entity.

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Klaus Tschira Stiftung gemeinnutzige GmbH

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

5. SOLE VOTING POWER

NUMBER OF 21,154,800

SHARES

6. SHARED VOTING POWER

BENEFICIALLY

-0-

OWNED BY

7. SOLE DISPOSITIVE POWER

EACH

REPORTING 21,154,800

PERSON WITH

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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21,154,800

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES

CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

6.7%

12. TYPE OF REPORTING PERSON

CO

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ITEM 1(A). NAME OF ISSUER.

SAP Aktiengesellschaft Systeme, Anwendungen, Produkte in der Datenverarbeitung (the "Company").

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES.

The Company's principal executive offices are located at Neurottstrasse 16, 69190 Walldorf, Federal Republic of Germany.

ITEMS 2(A). NAME OF PERSON FILING.

This statement is filed on behalf of the following persons with respect to ordinary shares of the Company beneficially held by such persons (collectively, the "Shares"):

(i) Dr. h. c. Klaus Tschira, with respect to Shares beneficially owned by him and with respect to shares beneficially owned by Dr. h.c. Tschira Beteiligungs GmbH & Co. KG and Klaus Tschira Stiftung gemeinnutzige GmbH;

(ii) Dr. h.c. Tschira Beteiligungs GmbH & Co. KG, with respect to Shares beneficially owned by it;

(iii) Dr. h.c. Tschira Verwaltungs GmbH, with respect to Shares beneficially owned by Dr. h.c. Tschira Beteiligungs GmbH & Co. KG; and

(iv) Klaus Tschira Stiftung gemeinnutzige GmbH, with respect to Shares beneficially owned by it.

The foregoing persons are hereinafter referred to collectively as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE.

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The address of the principal business office of each of the Reporting Persons is Villa Bosch, Schloss-Wolfsbrunnenweg 33, 69118 Heidelberg, Federal Republic of Germany.

ITEM 2(C). CITIZENSHIP.

(i) Dr. h. c. Klaus Tschira is a citizen of the Federal Republic of Germany.

(ii) Dr. h.c. Tschira Beteiligungs GmbH & Co. KG is a limited liability partnership organized under the laws of the Federal Republic of Germany.

(iii) Dr. h.c. Tschira Verwaltungs GmbH is a corporation organized under the laws of the Federal Republic of Germany.

(iv) Klaus Tschira Stiftung gemeinnützige GmbH is a corporation organized under the laws of the Federal Republic of GERMANY.

ITEM 2(D). TITLE OF CLASS OF SECURITIES.

Ordinary Shares without Nominal Value.

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ITEM 2(E). CUSIP NUMBER.

803054204

ITEM 3.

If this statement is filed pursuant to Rules 13d-1(b) or 13d- 2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Act,
- (b) Bank as defined in Section 3(a)(6) of the Act,
- (c) Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
- (f) Employee Benefit Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
- (g) Parent Holding Company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G),
- (h) Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,

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(j) | Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

The percentages used herein and in the rest of Item 4 are calculated based upon 315,958,537 total ordinary shares of the Company issued and outstanding as of July 27, 2004, based upon a representation of the Company. As of the close of business on July 30, 2004:

A. DR. H. C. KLAUS TSCHIRA

(a) Amount beneficially owned: 38,987,460

(b) Percent of class: 12.3%

(c) (i) Sole power to vote or direct the vote: 2,000,000

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(ii) Shared power to vote or direct the vote: 36,987,460

(iii) Sole power to dispose or direct the disposition:
2,000,000

(iv) Shared power to dispose or direct the disposition:
36,987,460

B. DR. H.C. TSCHIRA BETEILIGUNGS GmbH & CO. KG

(a) Amount beneficially owned: 15,832,660

(b) Percent of class: 5.0%

(c) (i) Sole power to vote or direct the vote: 15,832,660

(ii) Shared power to vote or direct the vote: 0

(iii) Sole power to dispose or direct the disposition:
15,832,660

(iv) Shared power to dispose or direct the disposition: 0

C. DR. H.C. TSHIRA VERWALTUNGS GmbH

(a) Amount beneficially owned: 15,832,660

(b) Percent of class: 5.0%

(c) (i) Sole power to vote or direct the vote: 15,832,660

(ii) Shared power to vote or direct the vote: 0

(iii) Sole power to dispose or direct the disposition:
15,832,660

(iv) Shared power to dispose or direct the disposition: 15,832,660

D. KLAUS TSCHIRA STIFTUNG GEMEINNUTZIGE GmbH

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- (a) Amount beneficially owned: 21,154,800
- (b) Percent of class: 6.7%
- (c) (i) Sole power to vote or direct the vote: 21,154,800
- (ii) Shared power to vote or direct the vote: 0
- (iii) Sole power to dispose or direct the disposition:
21,154,800
- (iv) Shared power to dispose or direct the disposition: 0

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. |_ |

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

To the knowledge of the Reporting Persons, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares.

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ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not Applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not Applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not Applicable.

ITEM 10. CERTIFICATION.

Not Applicable.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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DATED: July 30, 2004

/s/ Dr. h.c. Klaus Tschira

Dr. h. c. Klaus Tschira

Klaus Tschira Stiftung gemeinnutzige GmbH

By: /s/ Dr. h.c. Klaus Tschira

Name: Dr. h.c. Klaus Tschira
Title: Managing Director

Dr. h.c. Tschira Beteiligungs GmbH & Co. KG

By: Dr. h.c. Tschira Verwaltungs GmbH, as
general partner

By: /s/ Dr. h.c. Klaus Tschira

Name: Dr. h.c. Klaus Tschira
Title: Managing Director

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EXHIBIT INDEX

EXHIBIT NO.	EXHIBIT DESCRIPTION
99.1	Joint Filing Agreement

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