APAX EXCELSIOR VI LP Form SC 13G/A February 14, 2012

Rule 13d-1(d)

[X]

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

SCHEDULE 13G (Amendment No. 1)

Under the Securities Exchange Act of 1934

RealPage, Inc. (Name of Issuer)

Common Stock, \$0.001 par value (Title of Class of Securities)

75606N109 (CUSIP Number)

December 31, 2011 (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)
r 1	Rule 13d-1(c)

*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 ("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).

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1)	Name of Reporting Person	gApax Excelsior VI, L.P.		
	I.R.S.			
	Identification			
	No. of Above			
	Person			
	(Entities Only)			
2)	Check the	(a) [X]		
	Appropriate Box	(b) []		
	if a Member of a			
	Group			
3)	SEC Use Only			
4)	Citizenship or	Delaware		
	Place			
	of Organization			
Number of		5)	Sole Voting	6,841,064 *
Shares Bene	ficially		Power	
Owned by E	ach	6)	Shared Voting	
Reporting Person			Power	-0-
With		7)	Sole Dispositive	6,841,064 *
			Power	
		8)	Shared Dispositive Power	
				-0-
9)	Aggregate Amoun	t		
	Beneficially			
	Owned by Each			
	Reporting Person	6,841,064 *		
10)	Check Box if the			
	Aggregate Amoun	t		
	in Row (9)	[]		
	Excludes Certain			
	Shares			
11)	Percent of Class			
	Represented by			
	Amount in Row			
	(9)	9.5% **		
12)	Type of Reporting	PN		
	Person			

^{*} As of December 31, 2011.

^{**} Based on 71,817,310 shares of Common Stock outstanding as of October 31, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2011 filed with the Securities and Exchange Commission on November 8, 2011.

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1)	Name of Reporting Person	gApax Excelsior VI-A C.	V.	
	I.R.S.			
	Identification			
	No. of Above			
	Person			
	(Entities Only)			
2)	Check the	(a) [X]		
	Appropriate Box	(b) []		
	if a Member of a			
	Group			
3)	SEC Use Only			
4)	Citizenship or	Netherlands		
	Place			
	of Organization			
Number of	a	5)	Sole Voting	558,811*
Shares Bene	•		Power	
Owned by E		6)	Shared Voting	0
Reporting P	erson	7)	Power	-0-
With		7)	Sole Dispositive Power	558,811 *
		8)	Shared Dispositive Power	
				-0-
9)	Aggregate Amoun	t		
	Beneficially			
	Owned by Each			
	Reporting Person	558,811 *		
10)	Check Box if the			
	Aggregate Amoun			
	in Row (9)	[]		
	Excludes Certain			
	Shares			
11)	Percent of Class			
	Represented by			
	Amount in Row	0.00		
10)	(9)	0.8% **		
12)	Type of Reporting	PN		
	Person			

^{*} As of December 31, 2011.

^{**} Based on 71,817,310 shares of Common Stock outstanding as of October 31, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2011 filed with the Securities and Exchange Commission on November 8, 2011.

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1)	Name of Reporting	gApax Excelsior VI-B C.V	V.	
	Person			
	I.R.S.			
	Identification			
	No. of Above			
	Person			
	(Entities Only)			
2)	Check the	(a) [X]		
	Appropriate Box	(b) []		
	if a Member of a	() []		
	Group			
3)	SEC Use Only			
4)	Citizenship or	Netherlands		
,	Place			
	of Organization			
Number of	or organization	5)	Sole Voting	372,272 *
Shares Bene	ficially		Power	6.2,2.2
Owned by E	•	6)	Shared Voting	
Reporting P		0)	Power	-0-
With	Cison	7)	Sole Dispositive	372,272 *
***		• •	Power	3,2,2,2
		8)	Shared Dispositive Power	
		,	1	-0-
9)	Aggregate Amoun	t		
- /	Beneficially			
	Owned by Each			
	Reporting Person	372.272*		
10)	Check Box if the			
	Aggregate Amoun	t		
	in Row (9)	[]		
	Excludes Certain			
	Shares			
11)	Percent of Class			
)	Represented by			
	Amount in Row			
	(9)	0.5% **		
12)	Type of Reporting			
- <i>-</i>)	Person	**1		
	1 010011			

^{*} As of December 31, 2011.

^{**} Based on 71,817,310 shares of Common Stock outstanding as of October 31, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2011 filed with the Securities and Exchange Commission on November 8, 2011.

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1)	Name of Reporting Patricof Private Investment Club III, L.P.			
	Person			
	I.R.S.			
	Identification			
	No. of Above			
	Person			
	(Entities Only)			
2)	Check the	(a) [X]		
,	Appropriate Box	(b) []		
	if a Member of a	(=)[]		
	Group			
3)	SEC Use Only			
4)	Citizenship or	Delaware		
1)	Place	Delaware		
	of Organization			
Number of	of Organization	5)	Sole Voting	233,772 *
Shares Bene	ficially	3)	Power	233,112
Owned by E	•	6)	Shared Voting	
-		0)	Power	-0-
Reporting Person		7)		
With		7)	Sole Dispositive Power	233,772 *
		0)		
		8)	Shared Dispositive Power	0
0)	A A	4		-0-
9)	Aggregate Amoun	Ţ		
	Beneficially			
	Owned by Each	222 772 1		
	Reporting Person	233,772 *		
10)	Check Box if the			
	Aggregate Amoun			
	in Row (9)			
	Excludes Certain			
	Shares			
11)	Percent of Class			
	Represented by			
	Amount in Row			
	(9)	0.3% **		
12)	Type of Reporting	PN		
	Person			

^{*} As of December 31, 2011.

^{**} Based on 71,817,310 shares of Common Stock outstanding as of October 31, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2011 filed with the Securities and Exchange Commission on November 8, 2011.

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Person I.R.S. Identification No. of Above Person (Entities Only) 2) Check the (a) [X] Appropriate Box if a Member of a Group 3) SEC Use Only 4) Citizenship or Place of Organization Number of 5) Sole Voting 8,005,919 * Shares Beneficially Power Owned by Each 6) Shared Voting Reporting Person Power -0- With 7) Sole Dispositive Power With Power 9) Aggregate Amount Beneficially Power 8) Shared Dispositive Power 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN Person	1)	1	gApax Managers, Inc.		
Identification No. of Above Person (Entities Only) 2)		Person			
No. of Above Person (Entities Only)					
Person (Entities Only) Check the					
Check the					
Check the					
Appropriate Box if a Member of a Group 3) SEC Use Only 4) Citizenship or Delaware Place of Organization Number of 5) Sole Voting 8,005,919 * Shares Beneficially Power -0- With 7) Sole Dispositive Power -0- With 7) Sole Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) [] Exercise Represented by Reporting PN		•			
If a Member of a Group Group	2)				
Signature Sign			(b) []		
3) SEC Use Only 4) Citizenship or Place Place of Organization Number of 5) Sole Voting 8,005,919 * Shares Beneficially Power Owned by Each 6) Shared Voting Reporting Person Power -0- With 7) Sole Dispositive Power 8) Shared Dispositive Power 9) Aggregate Amount Beneficially Power -0- 9) Aggregate Amount Beneficially Powned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN					
Citizenship or Place		•			
Place					
Number of Organization Number of 5) Sole Voting 8,005,919 * Shares Beneficially Power Owned by Each 6) Shared Voting Reporting Person Power -0- With 7) Sole Dispositive 8,005,919 * Power -0- With Power -0- Sole Dispositive Power -0- Power -0- Sole Dispositive Power -0- Power -0- Power -0- Sole Dispositive Power -0- Power -0- Power -0- Sole Dispositive Power -0- Power -0- Power -0- Shared Dispositive Power -0- Power -0- In the standard Power -0- Power -0- Sole Dispositive Power -0- Power -0- Power -0- In the standard Power -0- Powe	4)		Delaware		
Number of Sole Voting Power Shares Beneficially Power Owned by Each 6) Shared Voting Reporting Person Power -0- With 7) Sole Dispositive Power 8) Shared Dispositive Power 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Place			
Shares Beneficially Owned by Each Owned by Each Reporting Person With Power -0- With Power 8) Sole Dispositive Power Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person Reporting Pers		of Organization			
Owned by Each Reporting Person Power -0- With 7) Sole Dispositive Power Power -0- Shared Dispositive Power -0- Shared Dispositive Power -0- Shared Dispositive Power -0- 8) Shared Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	Number of		5)	Sole Voting	8,005,919 *
Reporting Person With 7) Sole Dispositive Power Power 8) Shared Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	Shares Bene	ficially			
With 7) Sole Dispositive Power Power 8) Shared Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	Owned by E	ach	6)	Shared Voting	
Power Shared Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	Reporting Pe	erson		Power	-0-
8) Shared Dispositive Power -0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	With		7)	Sole Dispositive	8,005,919 *
-0- 9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN				Power	
9) Aggregate Amount Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN			8)	Shared Dispositive Power	
Beneficially Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN					-0-
Owned by Each Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	9)	Aggregate Amoun	t		
Reporting Person 8,005,919 * 10) Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Beneficially			
Check Box if the Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Owned by Each			
Aggregate Amount in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Reporting Person	8,005,919 *		
in Row (9) [] Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN	10)	Check Box if the			
Excludes Certain Shares 11) Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Aggregate Amoun	t		
Shares Percent of Class Represented by Amount in Row (9) 11.1% ** Type of Reporting PN		in Row (9)	[]		
Percent of Class Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Excludes Certain			
Represented by Amount in Row (9) 11.1% ** 12) Type of Reporting PN		Shares			
Amount in Row (9) 11.1% ** 12) Type of Reporting PN	11)	Percent of Class			
(9) 11.1% ** 12) Type of Reporting PN		Represented by			
12) Type of Reporting PN		Amount in Row			
		(9)	11.1% **		
	12)	Type of Reporting	PN		
		Person			

^{*} Represents 6,841,064 shares held by Apax Excelsior VI, L.P., 558,811 shares held by Apax Excelsior VI-A C.V., 372,272 shares held by Apax Excelsior VI-B C.V. and 233,772 shares held by Patricof Private Investment Club III, L.P. as of December 31, 2011.

^{**} Based on 71,817,310 shares of Common Stock outstanding as of October 31, 2011, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2011 filed with the Securities and Exchange Commission on November 8, 2011.

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Amendment No. 1 to Schedule 13G

Reference is hereby made to the Statement on Schedule 13G filed by the Reporting Persons with the Securities and Exchange Commission on April 11, 2011 (the "Schedule 13G"). Terms defined in the Schedule 13G are used herein as so defined.

The following Items of the Schedule 13G are hereby amended as follows:

Item 4. Ownership.

(a) through (c): The information requested in these paragraphs is set forth in Items 5 through 9 and 11 of the cover pages to this Amendment No. 1 to Schedule 13G, and is incorporated herein by reference thereto.

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SIGNATURE

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

Dated: February 13, 2012

APAX EXCELSIOR VI, L.P.

By: Apax Excelsior VI Partners, L.P., its General Partner

By: Apax Managers, Inc., its General

Partner

By: /s/ John F. Megrue

Name: John F. Megrue

Title: Director

APAX EXCELSIOR VI-A C.V.

By: Apax Excelsior VI Partners, L.P., its General

Partner

By: Apax Managers, Inc., its General

Partner

By: /s/ John F. Megrue

Name: John F. Megrue

Title: Director

APAX EXCELSIOR VI-B C.V.

By: Apax Excelsior VI Partners, L.P., its General

Partner

By: Apax Managers, Inc., its General

Partner

By: /s/ John F. Megrue

Name: John F. Megrue

Title: Director

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PATRICOF PRIVATE INVESTMENT CLUB III, L.P.

By: Apax Excelsior VI Partners, L.P., its General

Partner

By: Apax Managers, Inc., its General

Partner

By: /s/ John F. Megrue

Name: John F. Megrue

Title: Director

APAX MANAGERS, INC.

By: /s/ John F. Megrue

Name: John F. Megrue

Title: Director