

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

LAVIN BERNICE E
Form SC 13D/A
July 09, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13D

Under the Securities Exchange Act of 1934
(Amendment No. 11)*

ALBERTO-CULVER COMPANY

(Name of Issuer)

CLASS B COMMON STOCK, \$.22 PAR VALUE PER SHARE

(Title of Class of Securities)

013068101

(CUSIP Number)

Marshall E. Eisenberg
NEAL, GERBER & EISENBERG
Two North LaSalle Street, Suite 2200
Chicago, Illinois 60602
(312) 269-8000

Bernice E. Lavin
2525 Armitage Avenue
Melrose Park, IL 60160
(708) 450-3101

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

July 2, 2002

(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 Rule 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).

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

CUSIP NO. 013068101

13D

Page 2 of 5 Pages

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Bernice E. Lavin

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

3 SEC USE ONLY

4 SOURCE OF FUNDS *
Not applicable

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S. Citizen

NUMBER 7 SOLE VOTING POWER
294
OF SHARES

BENEFICIALLY 8 SHARED VOTING POWER
7,524,266
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER
294
REPORTING

PERSON 10 SHARED DISPOSITIVE POWER
7,524,266
WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
7,524,560

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES *
Excluded is 922 Class B shares held directly by Lavin's spouse. Lavin
disclaims beneficial ownership of such shares.

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11).
23.27%

14 TYPE OF REPORTING PERSON *
IN

* SEE INSTRUCTIONS

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

CUSIP NO. 013068101

13D

Page 3 of 5 Pages

Item 1. Security and Issuer.

Title of Class of Securities: Class B Common Stock, \$.22 par value per share ("shares" or "Class B shares")

Name and Address of Issuer: Alberto-Culver Company (the "Company")
2525 Armitage Avenue
Melrose Park, IL 60160

Item 2. Identity and Background.

(a) Name of Person Filing: Bernice E. Lavin ("Lavin")

(b) Address: c/o Bernice E. Lavin
2525 Armitage Avenue
Melrose Park, IL 60160

(c) Principal Business: Lavin, an individual, is a Director,
Vice Chairman, Secretary and Treasurer of
the Company.

(d) Prior Criminal Convictions: None

(e) Prior Civil Proceedings with
Respect to Federal or State
Securities Laws: None

(f) Citizenship/Organization: U.S. Citizen

Item 3. Source and Amount of Funds or Other Consideration.

On July 2, 2002 pursuant to an underwritten public offering, (i) trusts to which Lavin has sole voting and investment power sold 393,936 Class B shares; (ii) a trust, to which Lavin shares voting and investment power with Carol L. Bernick, sold 300,600 Class B shares; (iii) a trust, to which Lavin shares voting and investment power with Leonard H. Lavin, sold 400,000 Class B shares; and (iv) the Lavin Family Foundation, a charitable private foundation of which Lavin is the Treasurer and a Director (the "Lavin Family Foundation"), to which Lavin shares voting and investment power with Leonard H. Lavin and Carol L. Bernick, sold 240,000 shares, in each case at an initial price to the public of \$48.20 per share, less an underwriting discount of \$1.93 per share, for a price to Lavin (prior to expenses payable by Lavin related to the offering) of \$46.27 per share.

Item 4. Purpose of Transaction.

The transactions were for the Lavin family's estate planning and diversification rather than corporate purposes. The transactions were not undertaken for purposes of effecting any of the actions listed in this item.

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

CUSIP NO. 013068101

13D

Page 4 of 5 Pages

Item 5. Interest in Securities of the Issuer.

- (a) (i) Amount of Class B Shares Beneficially Owned: 7,524,560 shares total; 294 Class B shares held directly; 1,771,549 Class B shares held as co-trustee of the Bernice E. Lavin Trust, u/a/d 12/18/87 (the "BEL Trust"); 1,638,335 Class B shares held as co-trustee of the 2001 BEL Grantor Annuity Trust, u/a/d 9/18/01 (the "2001 BEL GRAT"); 2,073,529 Class B shares held as co-trustee of the Leonard H. Lavin Trust, u/a/d 12/18/87 (the "LHL trust"); 1,760,853 Class B shares held as co-trustee of the 2001 LHL Grantor Annuity Trust, u/a/d 9/18/01 (the "2001 LHL GRAT"); and 280,000 Class B shares held by the Lavin Family Foundation.
- (ii) Percentage of Class B shares Beneficially Owned: 23.27% total: .001% held directly; 5.48% as co-trustee of the BEL Trust; 5.07% as co-trustee of the 2001 BEL GRAT; 6.41% as co-trustee of the LHL Trust; 5.45% as co-trustee of the 2001 LHL GRAT; and .87% by the Lavin Family Foundation (based upon 32,331,640 shares outstanding as of June 12, 2002).
- (b) Number of Class B Shares as to Which Lavin Has:

- (i) Sole power to vote: 294/1/
(ii) Shared power to vote: 7,524,266/2/
(iii) Sole power to dispose: 294/1/
(iv) Shared power to dispose: 7,524,266/2/

/1/ The 294 Class B shares held by Lavin and reflected as sole power to vote and sole power to dispose are held directly.

/2/ The 7,524,266 Class B shares held by Lavin and reflected as shared power to vote and shared power to dispose include 1,771,549 shares held by the BEL Trust; 1,638,335 shares held by the 2001 BEL GRAT; 2,073,529 shares held by the LHL Trust; 1,760,853 shares held by the 2001 LHL GRAT and 280,000 shares held by the Lavin Family Foundation.

Lavin shares the power to vote and dispose of 1,771,549 shares held by the BEL Trust; 2,073,529 shares held by the LHL Trust; and 280,000 shares held by the Lavin Family Foundation with Leonard H. Lavin and Carol L. Bernick. Lavin shares the power to vote and dispose of 1,760,853 Class B shares held by the 2001 LHL GRAT and 1,638,335 shares held by the 2001 BEL GRAT with Leonard H. Lavin. Certain information regarding Mr. Lavin and Mrs. Bernick is presented below:

- (i) Name of Person: (1) Leonard H. Lavin
(2) Carol L. Bernick
- (ii) Address: (1) and 2525 Armitage Avenue
(2) Melrose Park, Illinois 60160
- (iii) Principal Business: (1) Leonard H. Lavin, an individual, is a Director and the Chairman of the Company

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

(2) Carol L. Bernick, an individual, is a Director, Vice Chairman, Assistant Secretary of the Company and President Alberto-Culver Consumer Products Worldwide, a division of the Company.

(iv) Prior Criminal Convictions: None.

CUSIP NO. 013068101

13D

Page 5 of 5 Pages

(v) Prior Civil Proceedings with Respect to Federal or State Securities Laws: None.

(vi) Citizenship/Organization: U.S. Citizen.

Excluded are 922 Class B shares held directly by Lavin's husband. Lavin disclaims beneficial ownership of such shares held by her spouse and they are not included above.

The shares owned by Lavin and the percentage holdings specified herein also do not reflect the 395,378 Class A shares held by Lavin Family Foundation, 64 Class A shares held by the BEL Trust, 5,704 Class A shares held by the LHL Trust, or 100,200 and 307,648 Class A shares held by Lavin solely in her capacity as co-trustee of a trust and trustee or co-trustee of trusts respectively, for the benefit of Lavin's children and grandchildren.

(c) None, except as reported in Item 3 above.

(d) None.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

None.

Item 7. Material to be Filed as Exhibits.

None.

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.

Date: July 8, 2002

Signature: /s/ Bernice E. Lavin

Name/Title: Bernice E. Lavin, individually; as trustee or co-trustee of various trusts and as an officer of the Lavin Family Foundation.

nt>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Warburg Pincus Private Equity VIII, L.P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
WP Antero, LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
Warburg Pincus Partners LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
WARBURG PINCUS LLC C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017			X	
WARBURG PINCUS & CO. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017	X	X		
KAYE CHARLES R C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017			X	
Landy Joseph P. C/O WARBURG PINCUS & CO. 450 LEXINGTON AVENUE NEW YORK, NY 10017			X	

Signatures

WARBURG PINCUS PRIVATE EQUITY VIII, L.P. By: Warburg Pincus Partners LLC, its General Partner By: Warburg Pincus & Co., its Managing Member /s/ Steven G. Glenn Name: Steven G. Glenn Title: Partner

06/09/2014

__Signature of Reporting Person

Date

/s/ Steven G. Glenn, Director, WP Antero Topco, Inc., the managing member of WP Antero Holdco, LLC, the Managing Member of WP Antero, LLC

06/09/2014

__Signature of Reporting Person

Date

Edgar Filing: LAVIN BERNICE E - Form SC 13D/A

/s/ Steven G. Glenn, Partner, for Warburg Pincus & Co., the managing member of Warburg Pincus Partners LLC	06/09/2014
__Signature of Reporting Person	Date
/s/ Steven G. Glenn, Managing Director, Warburg Pincus LLC	06/09/2014
__Signature of Reporting Person	Date
/s/ Steven G. Glenn, Partner, Warburg Pincus & Co.	06/09/2014
__Signature of Reporting Person	Date
/s/ Steven G. Glenn, Attorney-in-fact for Charles R. Kaye*	06/09/2014
__Signature of Reporting Person	Date
/s/ Steven G. Glenn, Attorney-in-fact for Joseph P. Landy*	06/09/2014
__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) On June 5, 2014, Antero Resources Investment LLC, a Delaware limited liability company ("Antero Investment"), sold 1,800,000 shares of common stock of Antero Resources Corporation ("Common Stock").

The Warburg Pincus Entities, as defined below, collectively hold a 38.4% voting interest, and an economic interest that is determined based on a multi-level waterfall, in Antero Investment, which directly owns 207,165,909 shares of Antero Resources Corporation as of the date hereof. In accordance with their collective interest in Antero Investment, WP VIII (as defined below) is entitled to receive a portion of the net proceeds received by Antero Investment from this transaction. Accordingly, the number of shares shown herein represents WP VIII's (as defined below) proportionate interest in the 1,800,000 shares sold by Antero Investment.
- (2) Each of Warburg Pincus Private Equity VIII, L.P., a Delaware limited partnership, ("WP VIII", and together with its two affiliated partnerships Warburg Pincus Netherlands Private Equity VIII C.V. I, a company formed under the laws of the Netherlands ("WP VIII CV I"), and WP-WPVIII Investors, L.P., a Delaware limited partnership, ("WP-WPVIII Investors"), collectively, the "WP VIII Funds"), and other affiliates reporting on a separate Form 4 (see Remarks below) hold a beneficial interest in WP Antero, LLC, a Delaware limited liability company ("WP Antero"), a direct subsidiary of the WP VIII Funds and a member in Antero Investment. (cont'd)
- (3) WP-WPVIII Investors LLC, a Delaware limited liability company ("WP-WPVIII LLC"), is the general partner of WP-WPVIII Investors. Warburg Pincus Partners LLC, a New York limited liability company ("WP Partners"), is the sole member of WP-WPVIII LLC and the general partner of WP VIII and WP VIII CV I. Warburg Pincus & Co., a New York general partnership ("WP"), is the managing member of WP Partners. (cont'd)
- (4) Warburg Pincus LLC, a New York limited liability company ("WP LLC"), is the manager of the WP VIII Funds. Charles R. Kaye and Joseph P. Landy are each a Managing General Partner of WP and a Managing Member and Co-Chief Executive Officer of WP LLC and may be deemed to control the Warburg Pincus Entities. Each of Messrs. Kaye and Landy, together with the WP VIII Funds, WP Antero, WP Partners, WP LLC and WP are collectively referred to herein as the "Warburg Pincus Entities."
- (5) Each Warburg Pincus Entity disclaims beneficial ownership with respect to any shares of Common Stock, except to the extent of its indirect pecuniary interest in such shares of Common Stock. The WP VIII Funds, WP Antero, WP Partners and WP are directors-by-deputization solely for purposes of Section 16 of the Securities Exchange Act of 1934, as amended. Information with respect to each of the Warburg Pincus Entities is given solely by such Warburg Pincus Entity, and no Warburg Pincus Entity has responsibility for the accuracy or completeness of information supplied by another Warburg Pincus Entity.
- (6)

Remarks:

Due to the limitations on the number of Reporting Persons allowed on Form 4, Warburg Pincus Private Equity X, L.P., a Delaware limited liability company, is not reporting on this Form. 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: LAVIN BERNICE E - Form SC 13D/A

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.