

WRIGHT MEDICAL GROUP INC
 Form 4/A
 April 03, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 OEPW, LLC

2. Issuer Name and Ticker or Trading Symbol
 WRIGHT MEDICAL GROUP INC
 [WMGI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 320 PARK AVENUE, 18TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 12/20/2011

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

(Street)
 NEW YORK, NY 10022

4. If Amendment, Date Original Filed(Month/Day/Year)
 12/22/2011

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

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | Code V | Amount | (A) or (D) | Price |
| Common Stock | 12/20/2011 | | P | 42,107 | A | \$ 15.87 | 5,807,856 D ⁽⁴⁾ |
| | | | | | | <u>(1)</u> | |
| Common Stock | 12/21/2011 | | P | 36,593 | A | \$ 16.08 | 5,844,449 D ⁽⁴⁾ |
| | | | | | | <u>(2)</u> | |
| Common Stock | 12/22/2011 | | P | 20,882 | A | \$ 16.11 | 5,865,331 D ⁽⁴⁾ |
| | | | | | | <u>(3)</u> | |

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.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| OEPW, LLC 320 PARK AVENUE 18TH FLOOR NEW YORK, NY 10022 | | X | | |
| One Equity Partners IV, L.P. 320 PARK AVENUE 18TH FLOOR NEW YORK, NY 10022 | | X | | |
| OEP General Partner IV, L.P. 320 PARK AVENUE 18TH FLOOR NEW YORK, NY 10022 | | X | | |
| OEP Parent LLC 320 PARK AVENUE 18TH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

OEPW, LLC; By: One Equity Partners IV, L.P., its Managing Member; By: OEP General Partner IV, L.P., its General Partner; By: OEP Parent LLC, its General Partner; /s/ Christian Ahrens; Title: Managing Director

04/03/2012

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| <u>Signature of Reporting Person</u> | Date |
|--|------------|
| One Equity Partners IV, L.P.; By: OEP General Partner IV, L.P., its General Partner; By: OEP Parent LLC, its General Partner; /s/ Christian Ahrens; Title: Managing Director | 04/03/2012 |
| <u>Signature of Reporting Person</u> | Date |
| OEP General Partner IV, L.P.; By: OEP Parent LLC, its General Partner; /s/ Christian Ahrens; Title: Managing Director | 04/03/2012 |
| <u>Signature of Reporting Person</u> | Date |
| OEP Parent LLC; By: /s/ Christian Ahrens; Title: Managing Director | 04/03/2012 |
| <u>Signature of Reporting Person</u> | 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) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$15.46 to \$16.10. The number of shares purchased at each separate price within the ranges set forth in footnotes (1), (2) and (3) to this Form 4 will be made available to the staff of the Securities and Exchange Commission, the issuer or any security holder of the issuer upon request.
 - (2) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$15.98 to \$16.32.
 - (3) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$16.10 to \$16.41.
- (4) These securities are held directly by OEPW, LLC, a Delaware limited liability company ("OEPW"). The managing member of OEPW is One Equity Partners IV, L.P., a Cayman Islands limited partnership ("OEP IV"), of which the sole general partner is OEP General Partner IV, L.P., a Cayman Islands limited partnership ("OEP GP IV"), of which the sole general partner is OEP Parent LLC, a Delaware limited liability company ("OEP Parent"), of which the sole member is OEP Holding Corporation, a Delaware Corporation, of which the sole stockholder is JPMorgan Capital Corporation, a Delaware corporation, of which the sole stockholder is Banc One Financial LLC, a Delaware limited liability company, of which the sole member is JPMorgan Chase & Co., a Delaware corporation. The Reporting Persons are OEPW, OEP IV, OEP GP IV and OEP Parent. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.

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