

Dolan Media CO
Form 4
August 09, 2007

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 *
YUDROFF ROYCE

(Last) (First) (Middle)

C/O ABRY PARTNERS, LLC, 111 HUNTINGTON AVENUE, 30TH FLOOR

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Dolan Media CO [DM]

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2007

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)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 | 08/07/2007 | | C | | 6,010 ⁽¹⁾ | A | <u>2</u> | 6,010 | I | By ABRY Investment Partnership, L.P. ⁽³⁾ |
| Common Stock | 08/07/2007 | | S | | 3,637 ⁽¹⁾ <u>(4)</u> | D | \$ 14.5 | 2,373 ⁽¹⁾ | I | By ABRY Investment Partnership, L.P. ⁽³⁾ |
| Common Stock | 08/07/2007 | | C | | 3,333,160 ⁽¹⁾ <u>(1)</u> | A | <u>2</u> | 3,333,160 ⁽¹⁾ <u>(1)</u> | I | By ABRY Mezzanine Partners, |

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| | | | | | | | | |
|--------------|------------|---|------------------------------------|---|---------|-------------------------|---|--|
| Common Stock | 08/07/2007 | S | 2,016,515 <u>(1)</u> <u>(6)</u> | D | \$ 14.5 | 1,316,645 <u>(1)</u> | I | L.P. <u>(5)</u> By ABRY Mezzanine Partners, L.P. <u>(5)</u> |
|--------------|------------|---|------------------------------------|---|---------|-------------------------|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Series C Participating Convertible Preferred Stock | <u>(2)</u> | 08/07/2007 | | C | 45 | <u>(2)</u> <u>(2)</u> | Common Stock 6,010 <u>(1)</u> |
| Series C Participating Convertible Preferred Stock | <u>(2)</u> | 08/07/2007 | | C | 24,955 | <u>(2)</u> <u>(2)</u> | Common Stock 3,333,16 <u>(1)</u> |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

YUDROFF ROYCE
C/O ABRY PARTNERS, LLC
111 HUNTINGTON AVENUE, 30TH FLOOR
BOSTON, MA 02199

X

Signatures

/s/ Royce
Yudkoff

08/09/2007

__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) Reflects a 9 for 1 stock split, which the Issuer effected on August 7, 2007 through a dividend of 8 shares of its common stock for each share of its common stock outstanding immediately prior to consummation of the Issuer's initial public offering.
- (2) The series C participating convertible preferred stock converted into the Issuer's common stock on approximately a 1 to 14.84 basis upon consummation of the Issuer's initial public offering, and had no expiration date.

These shares are owned directly by ABRY Investment Partnership, L.P. The general partner of ABRY Investment Partnership, L.P. is ABRY Investment GP, LLC, of which Royce Yudkoff is the sole member. Mr. Yudkoff disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Yudkoff is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (3) Consists of shares sold in the Issuer's initial public offering, including shares sold pursuant to the underwriters' exercise of their option to purchase additional shares from ABRY Investment Partnership, L.P. in such offering.

These shares are owned directly by ABRY Mezzanine Partners, L.P. The general partner of ABRY Mezzanine Partners, L.P. is ABRY Mezzanine Investors, L.P. The general partner of ABRY Mezzanine Investors, L.P. is ABRY Mezzanine Holdings, LLC, of which Royce Yudkoff is the sole member. Mr. Yudkoff disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Yudkoff is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (5) Yudkoff is the sole member. Mr. Yudkoff disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Yudkoff is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (6) Consists of shares sold in the Issuer's initial public offering, including shares sold pursuant to the underwriters' exercise of their option to purchase additional shares from ABRY Mezzanine Partners, L.P. in such offering.

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.