

Sally Beauty Holdings, Inc.  
Form SC 13D  
July 03, 2008

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13D**

Under the Securities Exchange Act of 1934

(Amendment No. \_\_)\*

**SALLY BEAUTY HOLDINGS, INC.**

(Name of Issuer)

**Common Stock, par value \$.01 per share**

(Title of Class of Securities)

**79546E104**

(CUSIP Number)

**Barbara Parker**

**Sageview Capital LP**

**55 Railroad Avenue**

**Greenwich, CT 06830**

**Tel. No.: 203-625-4230**

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

with a copy to

**Raphael M. Russo, Esq.**

**Paul, Weiss, Rifkind, Wharton & Garrison LLP**

**1285 Avenue of the Americas**

**New York, New York 10019-6064**

**JUNE 23, 2008**

(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

## Edgar Filing: Sally Beauty Holdings, Inc. - Form SC 13D

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 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).

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CUSIP No. 79546E104  
SCHEDULE 13D

Page 2 of 19 Pages

1 NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

**Sageview Capital Master, L.P.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  x  
(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**WC**

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

o

6 CITIZENSHIP OR PLACE OF ORGANIZATION

**Cayman Islands**

7 SOLE VOTING POWER  
**10,164,923**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER  
**-0-**

9 SOLE DISPOSITIVE POWER  
**10,164,923**

10 SHARED DISPOSITIVE POWER  
**-0-**

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**10,164,923**

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES \*

o

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

**5.6%**

14 TYPE OF REPORTING PERSON\*

PN

**\*SEE INSTRUCTIONS BEFORE FILLING OUT**

---

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Page 3 of 19 Pages

1 NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

**Sageview Capital Partners (A), L.P.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  x

(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**Not Applicable**

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 SCHEDULE 13D

Page 4 of 19 Pages

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**Sageview Capital Partners (B), L.P.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  x

(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**Not Applicable**

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Page 5 of 19 Pages

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**Sageview Partners (C) (Master), L.P.**

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(a)  x

(b)  o

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**Not Applicable**

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S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

**Sageview Capital GenPar, L.P.**

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(a)  x

(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**Not Applicable**

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o

6 CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware**

7 SOLE VOTING POWER

**10,164,923**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER

**-0-**

9

SOLE DISPOSITIVE POWER

**10,164,923**

10

SHARED DISPOSITIVE POWER

**-0-**

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14 TYPE OF REPORTING PERSON\*

PN

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1 NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

**Sageview Capital MGP, LLC**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  x

(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**Not Applicable**

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

o

6 CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware**

7 SOLE VOTING POWER

**10,164,923**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

8 SHARED VOTING POWER

**-0-**

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SOLE DISPOSITIVE POWER

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SHARED DISPOSITIVE POWER

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**10,164,923**

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o

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

**5.6%**

14 TYPE OF REPORTING PERSON\*

**00**

**\*SEE INSTRUCTIONS BEFORE FILLING OUT**

---

1 NAME OF REPORTING PERSONS  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

**Edward A. Gilhuly**

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

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

**Not Applicable**

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

**United States**

	7	SOLE VOTING POWER
		<b>-0-</b>
	8	SHARED VOTING POWER
NUMBER OF		<b>10,164,923</b>
SHARES		
BENEFICIALLY	9	SOLE DISPOSITIVE POWER
OWNED BY		<b>-0-</b>
EACH	10	SHARED DISPOSITIVE
REPORTING		POWER
PERSON		<b>10,164,923</b>
WITH		

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
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**10,164,923**

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5.6%