

APAC CUSTOMER SERVICE INC

Form 4

August 25, 2009

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SCHWARTZ THEODORE G**

(Last) (First) (Middle)

**C/O APAC CUSTOMER  
SERVICES, INC., 2333  
WAUKEGAN ROAD, SUITE 100**

(Street)

**BANNOCKBURN, IL 60015**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**APAC CUSTOMER SERVICE INC  
[APAC]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/21/2009**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       | 08/21/2009                              |                                                             | S                                       |                                                                         | 55,000<br>(1)                                                                                                      | \$<br>5.63<br>(2)                                                    | 17,171,667 I                                                      |
| Common<br>Stock                       | 08/24/2009                              |                                                             | S                                       |                                                                         | 92,777<br>(1)                                                                                                      | \$<br>5.76<br>(4)                                                    | 17,078,890 I                                                      |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | See<br>footnote (3)                                               |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | See<br>footnote (5)                                               |

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**

SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 10) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                                    | Director | 10% Owner | Officer | Other |
|-------------------------------------------------------------------------------------------------------------------|----------|-----------|---------|-------|
| SCHWARTZ THEODORE G<br>C/O APAC CUSTOMER SERVICES, INC.<br>2333 WAUKEGAN ROAD, SUITE 100<br>BANNOCKBURN, IL 60015 | X        | X         |         |       |

## Signatures

Robert B. Nachwalter, Attorney-in-Fact /Theodore G. Schwartz

08/25/2009

\_\_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) Shares sold pursuant to 10b5-1 plan adopted on May 11, 2009.

(2) This transaction was executed in multiple trades at prices ranging from \$5.58 to \$5.70. The price reported above reflects the weighted average sales price.

The shares listed as beneficially owned by Mr. Schwartz include 7,313,667 held by a revocable trust which Mr. Schwartz controls (the "TGS Trust") and 9,858,000 shares held by CAPA Partners, L.P. ("CAPA L.P."). Mr. Schwartz disclaims beneficial ownership of the shares held by CAPA L.P. except to the extent of his pecuniary interest therein.

(4) This transaction was executed in multiple trades at prices ranging from \$5.60 to \$5.85. The price reported above reflects the weighted average sales price.

The shares listed as beneficially owned by Mr. Schwartz include 7,220,890 held by a revocable trust which Mr. Schwartz controls (the "TGS Trust") and 9,858,000 shares held by CAPA Partners, L.P. ("CAPA L.P."). Mr. Schwartz disclaims beneficial ownership of the shares held by CAPA L.P. except to the extent of his pecuniary interest therein.

## Edgar Filing: APAC CUSTOMER SERVICE INC - Form 4

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.