

AUDAX CHART LLC
Form SC 13D/A
October 06, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13D
(Rule 13d-101)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)**

**Under the Securities Exchange Act of 1934
(Amendment No. 2)***

Chart Industries, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

16115Q 20 9

(CUSIP Number)

**John B. Frank
Principal and General Counsel
Oaktree Capital Management, LLC
333 South Grand Avenue, 28th Floor
Los Angeles, California 90071
(213) 830-6300**

**Sara D. Lipscomb
Senior Vice President and General Counsel
Audax Group
101 Huntington Avenue**

OMB APPROVAL
OMB Number:
3235-0145

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**Boston, Massachusetts 02199
(617) 859-1500**

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

Copy to:

**Carol Anne Huff
Kirkland & Ellis LLP
200 East Randolph Drive
Chicago, Illinois 60601
(312) 861-2110**

October 1, 2004

(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 §§ 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 § 240.13d-7(b) 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).

CUSIP No. 16115Q 20 9

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**
Audax Chart, LLC

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Source of Funds (See Instructions)**

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**

Delaware

7. **Sole Voting Power**

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

8. **Shared Voting Power**

4,683,898

9. **Sole Dispositive Power**

0

10. **Shared Dispositive Power**

1,032,992

11. **Aggregate Amount Beneficially Owned by Each Reporting Person**

1,032,992 shares beneficially owned by the Reporting Person set forth plus 3,650,906 shares beneficially owned by the non-Audax related members of the Senior Lender Group as referenced in the Preliminary Note (See Preliminary Note)

12. **Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)**

13. **Percent of Class Represented by Amount in Row (11)**

19.3% attributable to the shares beneficially owned by the Reporting Person set forth above but the combined 4,683,898 shares of Common Stock beneficially owned by the Senior Lender Group represents 87.5% of the number of shares of Common Stock outstanding (See Preliminary Note)

14. **Type of Reporting Person (See Instructions)**

OO

CUSIP No. 16115Q 20 9

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**
Audax Private Equity Fund, L.P.

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a)

(b)

3. **SEC Use Only**

4. **Source of Funds (See Instructions)**

Not applicable.

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CUSIP No. 16115Q 20 9

1. **Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).**
Audax Private Equity Business, L.L.C.

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

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Audax Holdings I, L.L.C.

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**

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CUSIP No. 16115Q 20 9

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101 Huntington Holdings, L.L.C.

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(b)

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4. **Source of Funds (See Instructions)**

Not applicable.

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Marc B. Wolpow

2.