STANDARD REGISTER CO
Form SC 13D/A
December 09, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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)
(Amendment No. 5)*

THE STANDARD REGISTER COMPANY
(Name of Issuer)

Common Stock
(Title of Class of Securities)

853887206
(CUSIP Number)

Frederick H. Fogel
Silver Point Capital, L.P.
2 Greenwich Plaza, First Floor
Greenwich, CT 06830
(203) 542-4200

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

December 05, 2014
(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 Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. o

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

13D

1	NAMES OF REPORTING PERSONS Silver Point Capital, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) o (b) x
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	o
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 1,647,233
	8	SHARED VOTING POWER -0-
	9	SOLE DISPOSITIVE POWER

		1,647,233
	SHARED DISPOSITIVE POWER	
10		-0-
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1,647,233
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	o
13	PERCENT OF CLASS REPRESENTED IN ROW (11)	20.0% [1]
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	IA, PN

1 This percentage is calculated based upon 8,227,050 shares of common stock outstanding as of September 28, 2014 as reported in the Issuer's Form 10-Q filed October 31, 2014.

13D

1	NAMES OF REPORTING PERSONS Edward A. Mulé	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) o (b) x
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	o
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 SOLE VOTING POWER -0-	
	8 SHARED VOTING POWER 1,647,233	
	9 SOLE DISPOSITIVE POWER	

-0-

	SHARED DISPOSITIVE POWER	
10		
	1,647,233	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,647,233	
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	o
13	PERCENT OF CLASS REPRESENTED IN ROW (11)	
	20.0% [1]	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	
	IN	

13D

1	NAMES OF REPORTING PERSONS Robert J. O'Shea	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) o (b) x
3	SEC USE ONLY	
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	o
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 SOLE VOTING POWER -0-	
	8 SHARED VOTING POWER 1,647,233	
	9 SOLE DISPOSITIVE POWER -0-	

	SHARED DISPOSITIVE POWER	
10		
	1,647,233	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,647,233	
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	o
13	PERCENT OF CLASS REPRESENTED IN ROW (11)	
	20.0% [1]	
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	
	IN	

Explanatory Note

This Amendment No. 5 amends and supplements the statement on Schedule 13D originally filed by the Reporting Persons on August 12, 2013, as amended by Amendment No. 1 to Schedule 13D filed on October 28, 2013, as amended by Amendment No. 2 to Schedule 13D filed on April 21, 2014, as amended by Amendment No. 3 filed on May 12, 2014, and as amended by Amendment No. 4 filed on June 16, 2014 (as amended, the "Schedule 13D"). Defined terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Schedule 13D.

Item 5. Interest in Securities of the Issuer.

The first two paragraphs of Item 5(a) are hereby amended and restated as follows:

The Reporting Persons beneficially own 1,647,233 shares of Common Stock (the "Shares"), which represents approximately 20.0% of the 8,227,050 shares of Common Stock outstanding as of September 28, 2014 as reported in the Issuer's Form 10-Q filed October 31, 2014. The Reporting Persons' total reported beneficial ownership includes 1,338 vested shares previously granted to Anthony DiNello, a director of the Issuer and employee of Silver Point, over which the Reporting Persons exercise the sole power to vote in accordance with an understanding between Silver Point and Mr. DiNello pursuant to which he holds such shares for the benefit of Silver Point and certain of its affiliates. Other than the Shares, the Funds and the Reporting Persons do not beneficially own any securities of the Issuer.

In addition to the Common Stock, the Issuer has an outstanding class of stock called "Class A Stock." Each share of Class A Stock is convertible into one share of Common Stock. There were 944,996 outstanding shares of Class A Stock as of September 28, 2014 as reported in the Issuer's Form 10-Q filed October 31, 2014. Assuming conversion of all outstanding shares of Class A Stock into Common Stock, the Reporting Persons would beneficially own approximately 18.0% of the shares of Common Stock that would be outstanding upon conversion of the Class A Stock.

Item 5(c) is hereby amended and supplemented as follows:

During the past sixty days, the Reporting Persons have undertaken open market transactions in Common Stock as reflected in the table below. The Reporting Persons sold the Shares in accordance with Section 4.2 of the Shareholders Agreement, dated as of August 1, 2013, by and among The Standard Register Company, the shareholders named therein and Silver Point Finance, L.P., filed as Exhibit 10.5 to the Issuer's Current Report on Form 8-K filed on August 2, 2013.

List of Transactions During the Past Sixty Days

	Transaction Date	Transaction Type	Amount of Shares	Price
1.	11/05/2014	Open Market Sale	2,500	$5.163
2.	11/06/2014	Open Market Sale	11,000	$4.969
3.	11/07/2014	Open Market Sale	300	$5.05
4.	11/10/2014	Open Market Sale	5,300	$4.8
5.	11/14/2014	Open Market Sale	5,000	$4.5143
6.	11/21/2014	Open Market Sale	18,000	$4.4498
7.	11/26/2014	Open Market Sale	1,100	$4.3
8.	12/02/2014	Open Market Sale	3,700	$4.1895
9.	12/03/2014	Open Market Sale	4,000	$4

10.	12/04/2014	Open Market Sale	4,500	$4.0212
11.	12/05/2014	Open Market Sale	57,000	$3.7767

Item 7. Material to Be Filed as Exhibits

Exhibit	Description of Exhibit
1	Joint Filing Agreement, dated December 9, 2014.
2	Shareholders Agreement, dated as of August 1, 2013, by and among The Standard Register Company, the shareholders named therein and Silver Point Capital, L.P. (incorporated herein by reference to Exhibit 10.5 to The Standard Register Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 2, 2013).

SIGNATURES

After reasonable inquiry and to the best of the undersigned's know−ledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: December 9, 2014

SILVER POINT CAPITAL, L.P.

By:	/s/ Frederick H. Fogel
Name:	Frederick H. Fogel
Its:	Authorized Signatory

/s/ Frederick H. Fogel (as attorney-in-fact on behalf of Edward A. Mulé, individually)
Edward A. Mulé, Individually

/s/ Frederick H. Fogel (as attorney-in-fact on behalf of Robert J. O'Shea, individually)
Robert J. O'Shea, Individually

EXHIBIT 1

JOINT FILING AGREEMENT

The undersigned hereby agree as follows:

(i) Each of them is individually eligible to use the Schedule 13D to which this Exhibit is attached, and such Schedule 13D is filed on behalf of each of them.

(ii) Each of them is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; provided that none of them is responsible for the completeness or accuracy of the information concerning any other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

(iii) This Joint Filing Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original instrument, but all of such counterparts together shall constitute but one agreement.

Dated: December 9, 2014

SILVER POINT CAPITAL, L.P.

By: /s/ Frederick H. Fogel
Name: Frederick H. Fogel
Its: Authorized Signatory

/s/ Frederick H. Fogel (as attorney-in-fact on behalf of Edward A. Mulé, individually)
Edward A. Mulé, Individually

/s/ Frederick H. Fogel (as attorney-in-fact on behalf of Robert J. O'Shea, individually)
Robert J. O'Shea, Individually