

AVG Technologies N.V.  
Form SC 13G  
February 13, 2015

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

**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No.    )\***

**AVG Technologies N.V.**  
**(Name of Issuer)**

**Ordinary Shares, par value 0.01 per share**

**(Title of Class of Securities)**

**N07831105**

**(CUSIP Number)**

**December 31, 2014**

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* 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. N07831105

1. Names of reporting persons

TA X L.P.

TA Atlantic and Pacific VI L.P.

TA Strategic Partners Fund II L.P.

TA Strategic Partners Fund II-A L.P.

TA Investors III L.P.

2. Check the appropriate box if a member of a group (see instructions)

(a)  (b)

3. SEC use only

4. Citizenship or place of organization

TA X L.P. Delaware

TA Atlantic and Pacific VI L.P. Delaware

TA Strategic Partners Fund II L.P. Delaware

TA Strategic Partners Fund II-A L.P. Delaware

TA Investors III L.P. Delaware

Number of 5. Sole voting power  
shares

beneficially TA X L.P. 5,442,550

owned by TA Atlantic and Pacific VI L.P. 2,721,277

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each	TA Strategic Partners Fund II L.P.	134,468
reporting	TA Strategic Partners Fund II-A L.P.	4,519
person	TA Investors III L.P.	163,231

6. Shared voting power with

None  
7. Sole dispositive power

	TA X L.P.	5,442,550
	TA Atlantic and Pacific VI L.P.	2,721,277
	TA Strategic Partners Fund II L.P.	134,468
	TA Strategic Partners Fund II-A L.P.	4,519
	TA Investors III L.P.	163,231

8. Shared dispositive power

None  
9. Aggregate amount beneficially owned by each reporting person

	TA X L.P.	5,442,550
	TA Atlantic and Pacific VI L.P.	2,721,277
	TA Strategic Partners Fund II L.P.	134,468
	TA Strategic Partners Fund II-A L.P.	4,519
	TA Investors III L.P.	163,231

10. Check if the aggregate amount in Row (9) excludes certain shares (see instructions) ..

11. Percent of class represented by amount in Row (9)

	TA X L.P.	10.33%
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TA Atlantic and Pacific VI L.P.	5.16%
TA Strategic Partners Fund II L.P.	0.26%
TA Strategic Partners Fund II-A L.P.	0.01%
TA Investors III L.P.	0.31%
12. Type of reporting person (see instructions)	

Five Limited Partnerships

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CUSIP No. N07831105

**Item 1.**

(a) Name of Issuer

AVG Technologies N.V.

(b) Address of Issuer's Principal Executive Offices

Gatwickstraat 9-39

1043 GL Amsterdam

The Netherlands

**Item 2.**

(a) Name of Person Filing

TA X L.P.

TA Atlantic and Pacific VI L.P.

TA Strategic Partners Fund II L.P.

TA Strategic Partners Fund II-A L.P.

TA Investors III L.P.

(b) Address of the Principal Office or, if none, Residence

c/o TA Associates, L.P.

John Hancock Tower

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200 Clarendon Street, 56<sup>th</sup> Floor

Boston, MA 02116

(c) Citizenship

Not Applicable

(d) Title of Class of Securities

Ordinary Shares, par value 0.01 per share

(e) CUSIP Number

N07831105

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a) " Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) " Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) " Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) " Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) " An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) " A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) " A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) " A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) " A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) " Group, in accordance with §240.13d-1(b)(1)(ii)(K).

Not Applicable

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**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:	
TA X L.P.	5,442,550
TA Atlantic and Pacific VI L.P.	2,721,277
TA Strategic Partners Fund II L.P.	134,468
TA Strategic Partners Fund II-A L.P.	4,519
TA Investors III L.P.	163,231
(b) Percent of class:	
TA X L.P.	10.33%
TA Atlantic and Pacific VI L.P.	5.16%
TA Strategic Partners Fund II L.P.	0.26%
TA Strategic Partners Fund II-A L.P.	0.01%
TA Investors III L.P.	0.31%
(c) Number of shares as to which the person has:	
(i) Sole power to vote or to direct the vote.	
TA X L.P.	5,442,550
TA Atlantic and Pacific VI L.P.	2,721,277
TA Strategic Partners Fund II L.P.	134,468
TA Strategic Partners Fund II-A L.P.	4,519
TA Investors III L.P.	163,231
(ii) Shared power to vote or to direct the vote.	
None	



(iii) Sole power to dispose or to direct the disposition of.	
TA X L.P.	5,442,550
TA Atlantic and Pacific VI L.P.	2,721,277
TA Strategic Partners Fund II L.P.	134,468
TA Strategic Partners Fund II-A L.P.	4,519
TA Investors III L.P.	163,231
(iv) Shared power to dispose or to direct the disposition of.	
None	

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

This schedule 13G is filed pursuant to Rule 13d-1 (d). For the agreement of the TA group members to a joint filing, see below.

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certification.**

Not Applicable

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**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Agreement for Joint Filing**

TA X L.P., TA Atlantic and Pacific VI L.P., TA Strategic Partners Fund II L.P., TA Strategic Partners Fund II-A L.P. and TA Investors III L.P., hereby agree that TA Associates shall file with the Securities and Exchange Commission a joint schedule 13G on behalf of the above-named parties concerning their beneficial ownership of AVG Technologies N.V.

Dated: February 13, 2015

**TA X L.P.**

By: TA Associates X L.P., its General Partner

By: TA Associates, L.P., its General Partner

By: /S/ Thomas P. Alber

Thomas P. Alber, Chief Financial Officer

**TA Atlantic and Pacific VI L.P.**

By: TA Associates AP VI L.P., its General  
Partner

By: TA Associates, L.P., its General Partner

By: /S/ Thomas P. Alber

Thomas P. Alber, Chief Financial Officer

**TA Strategic Partners Fund II L.P.**

By: TA Associates SPF II L.P., its General  
Partner

By: TA Associates, L.P., its General Partner

By: /S/ Thomas P. Alber

Thomas P. Alber, Chief Financial Officer

**TA Strategic Partners Fund II-A L.P.**

By: TA Associates SPF II L.P., its General  
Partner

By: TA Associates, L.P., its General Partner

By: /S/ Thomas P. Alber  
Thomas P. Alber, Chief Financial Officer  
**TA Investors III L.P.**

By: TA Associates, L.P., its General Partner

By: /S/ Thomas P. Alber  
Thomas P. Alber, Chief Financial Officer