

MONITOR CLIPPER EQUITY PARTNERS II LP

Form 3

March 11, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

MCP GP II, Inc.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/16/2008

3. Issuer Name and Ticker or Trading Symbol
Information Services Group Inc. [III]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)☐ Form filed by One Reporting
Person☒ Form filed by More than One
Reporting PersonC/O MONITOR CLIPPER
PARTNERS, LLC, TWO
CANAL PARK, 4TH FLOOR

(Street)

CAMBRIDGE, MA 02141

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

				Shares		or Indirect (1) (Instr. 5)	
Common Stock			Common	5,000,000			
Warrants, \$0.001 par	11/16/2008	11/16/2012	Stock	(1)	\$ 9.18 (1)	I (1) (2)	see footnote (2)
value per share							

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCP GP II, Inc. C/O MONITOR CLIPPER PARTNERS, LLC TWO CANAL PARK, 4TH FLOOR CAMBRIDGE, MA 02141	Â	Â X	Â	Â
Monitor Clipper Partners II, L.P. C/O MONITOR CLIPPER PARTNERS, LLC TWO CANAL PARK, 4TH FLOOR CAMBRIDGE, MA 02141	Â	Â X	Â	Â
MONITOR CLIPPER EQUITY PARTNERS II LP C/O MONITOR CLIPPER PARTNERS, LLC TWO CANAL PARK, 4TH FLOOR CAMBRIDGE, MA 02141	Â	Â X	Â	Â
MCP-TPI Holdings, LLC C/O MONITOR CLIPPER PARTNERS, LLC TWO CANAL PARK, 4TH FLOOR CAMBRIDGE, MA 02141	Â	Â X	Â	Â

Signatures

/s/ April Evans, Chief Financial Officer and Secretary, on behalf of MCP GP II, Inc.	03/05/2009
_____ **Signature of Reporting Person	Date
/s/ April Evans, Chief Financial Officer and Secretary, on behalf of Monitor Clipper Partners II, L.P.	03/05/2009
_____ **Signature of Reporting Person	Date
/s/ April Evans, Chief Financial Officer and Secretary, on behalf of Monitor Clipper Equity Partners II, L.P.	03/05/2009
_____ **Signature of Reporting Person	Date
/s/ April Evans, Chief Financial Officer and Secretary, on behalf of MCP-TPI Holdings, LLC	03/05/2009
_____ **Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Represents the right to acquire 5,000,000 shares of Common Stock of Information Services Group, Inc. (the "Warrant Shares") by MCP-TPI Holdings, LLC ("MCP-TPI") pursuant to a Common Stock Purchase Warrant dated November 16, 2007 issued by Information

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Services Group, Inc. ("ISG") to MCP-TPI, as amended from time to time (the "Warrant"). The initial exercise price for the Warrant Shares is \$9.18 per share, as adjusted from time to time in accordance with the terms of the Warrant.

- (2) MCP GP II, Inc. ("MCP GP") is the general partner of Monitor Clipper Partners II, L.P. ("MCP"), which is the general partner of Monitor Clipper Equity Partners II, L.P. ("MCEP"), which holds a majority of the voting interests in MCP-TPI. By virtue of these relationships, each of MCP GP, MCP and MCEP may be deemed to share voting and dispositive power with respect to the Warrant Shares. Each of MCP GP, MCP and MCEP expressly disclaims beneficial ownership of any securities owned beneficially or of record by any person or persons other than itself for purposes of Section 13(d)(3) and Rule 13d-3 of the Securities Exchange Act of 1934 and expressly disclaims beneficial ownership of any such securities except to the extent of its pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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