

FAIRMOUNT SANTROL HOLDINGS INC.
Form SC 13G/A
February 14, 2017

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

FMSA Holdings, Inc.
(Name of Issuer)

Common Stock \$0.01 par value per share
(Title of Class of Securities)

30255X106
(CUSIP Number)

December 31, 2016
(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)

T 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).

13G

CUSIP No. 30255X106 Page 2

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) ASP FML Holdings, LLC (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
5	SOLE VOTING POWER 0 (See Item 4)
6	SHARED VOTING POWER 48,156,628 (See Item 4)
7	SOLE DISPOSITIVE POWER 0 (See Item 4)
8	SHARED DISPOSITIVE POWER 48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

13G

CUSIP No. 30255X106 Page 3

	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) ASP FML Investco, LLC (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	SOLE VOTING POWER
5	0 (See Item 4)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
6	48,156,628 (See Item 4)
	SOLE DISPOSITIVE POWER
7	0 (See Item 4)
	SHARED DISPOSITIVE POWER
8	48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

13G

CUSIP No. 30255X106 Page 4

NAMES OF REPORTING PERSONS

1

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

American Securities Partners V, L.P.
(See Item 2(a))

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

3

4

CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

SOLE VOTING POWER

5

0 (See Item 4)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

6

48,156,628 (See Item 4)

SOLE DISPOSITIVE POWER

7

0 (See Item 4)

SHARED DISPOSITIVE POWER

8

48,156,628 (See Item 4)

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,156,628 (See Item 4)

10

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

PN

13G

CUSIP No. 30255X106 Page 5

NAMES OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

American Securities Partners V(B), L.P. (See Item 2(a))

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

0 (See Item 4)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

6

48,156,628 (See Item 4)

SOLE DISPOSITIVE POWER

7

0 (See Item 4)

SHARED DISPOSITIVE POWER

8

48,156,628 (See Item 4)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

48,156,628 (See Item 4)

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

10

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

PN

13G

CUSIP No. 30255X106 Page 6

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) American Securities Partners V(C), L.P. (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
5	SOLE VOTING POWER 0 (See Item 4)
6	SHARED VOTING POWER 48,156,628 (See Item 4)
7	SOLE DISPOSITIVE POWER 0 (See Item 4)
8	SHARED DISPOSITIVE POWER 48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

PN

13G

CUSIP No. 30255X106 Page 7

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) ASP FML Co-Invest I, LLC (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
5	SOLE VOTING POWER 0 (See Item 4)
6	SHARED VOTING POWER 48,156,628 (See Item 4)
7	SOLE DISPOSITIVE POWER 0 (See Item 4)
8	SHARED DISPOSITIVE POWER 48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

13G

CUSIP No. 30255X106 Page 8

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) American Securities Associates V, LLC (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
5	SOLE VOTING POWER 0 (See Item 4)
6	SHARED VOTING POWER 48,156,628 (See Item 4)
7	SOLE DISPOSITIVE POWER 0 (See Item 4)
8	SHARED DISPOSITIVE POWER 48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

13G

CUSIP No. 30255X106 Page 9

	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) American Securities LLC (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	SOLE VOTING POWER
5	0 (See Item 4)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SHARED VOTING POWER
6	48,156,628 (See Item 4)
	SOLE DISPOSITIVE POWER
7	0 (See Item 4)
	SHARED DISPOSITIVE POWER
8	48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO; IA

13G

CUSIP No. 30255X106 Page 10

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	ASP Manager Corp. (See Item 2(a))
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
5	SOLE VOTING POWER 0 (See Item 4)
6	SHARED VOTING POWER 48,156,628 (See Item 4)
7	SOLE DISPOSITIVE POWER 0 (See Item 4)
8	SHARED DISPOSITIVE POWER 48,156,628 (See Item 4)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,156,628 (See Item 4)
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

21.6% (See Item 4)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

This Amendment No. 1 (“Amendment No. 1”) amends the Statement on Schedule 13G (the “Schedule 13G”) first filed on February 17, 2015, and is jointly filed by the Reporting Persons (as defined in Item 2 of the Schedule 13G) with respect to the common stock, par value \$0.01 per share, of FMSA Holdings, Inc. Unless otherwise indicated, each capitalized term used but not otherwise defined herein shall have the meaning assigned to such term in the Schedule 13G.

Item 4. Ownership.

Item 4 of the Schedule 13G is supplemented as follows:

(a)-(c) The responses of the Reporting Persons to Rows 5, 6, 7, 8, 9 and 11 in each of their respective cover pages which relate to the beneficial ownership of the Common Stock of the Issuer are incorporated by reference.

As of December 31, 2016, ASPFML Holdings was the direct owner of, and had the power to vote and to dispose or direct the disposition of, 48,156,628 shares of Common Stock, representing approximately 21.6% of the shares of Common Stock outstanding (based on 222,766,186 shares of Common Stock outstanding as of October 31, 2016, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the SEC on November 3, 2016). Each of ASPFML Investco, the Sponsors, ASPFML Coinvest, the GP, ASLLC and ASP Manager Corp. may also be deemed to be beneficial owners of the shares directly owned by ASPFML Holdings as a result of their relationship to ASPFML Holdings.

SIGNATURES

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

Dated: February 14, 2017

ASP FML HOLDINGS,
LLC
By: ASP Manager Corp.,
its Manager

/s/ Michael G. Fisch
Name: Michael G. Fisch
Title: President

ASP FML INVESTCO,
LLC
By: ASP Manager Corp.,
its Manager

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: President

AMERICAN
SECURITIES PARTNERS
V, L.P.
By: American Securities
Associates V, LLC, its
general partner

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: Managing Member

AMERICAN
SECURITIES PARTNERS
V(B), L.P.
By: American Securities
Associates V, LLC, its
general partner

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: Managing Member

AMERICAN
SECURITIES PARTNERS
V(C), LLC

By: American Securities
Associates V, LLC, its
general partner

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: Managing Member

ASP FML CO-INVEST I,
LLC
By: ASP Manager Corp.,
its Manager

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: President

AMERICAN SECURITIES ASSOCIATES
V, LLC

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: Managing Member

AMERICAN SECURITIES LLC

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: President and Chief Executive Officer

ASP MANAGER CORP.

By: /s/ Michael G. Fisch
Name: Michael G. Fisch
Title: President