

Edgar Filing: THAYER BLUM FUNDING III LLC - Form SC 13D

THAYER BLUM FUNDING III LLC  
Form SC 13D  
March 07, 2002

CUSIP No. 86789P 10 0

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OMB APPROVAL  
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OMB Number: 3235-0145  
Expires: October 31, 1997  
Estimated average burden hours  
per response ... 14.90  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Under the Securities Exchange Act of 1934  
-----

SUNTRON CORPORATION  
(Name of Issuer)

Common Stock, par value \$0.01 per share  
-----

(Title of Class of Securities)

86789P 10 0  
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(CUSIP Number)

Jeffrey W. Goettman  
Thayer-BLUM Funding III, L.L.C.  
1455 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004  
(202) 371-0150

with a copy to:

Eric A. Stern, Esq.  
Latham & Watkins  
555 Eleventh Street, N.W.  
Suite 1000  
Washington, D.C. 20004  
(202) 637-2200

Murray A. Indick, Esq.  
Thayer-BLUM Funding III, L.L.C.  
909 Montgomery Street  
Suite 400  
San Francisco, CA 94133  
(415) 434-1111  
-----

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

February 28, 2002  
-----

(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 which 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 .

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Note: Schedules filed in paper format shall include a signed original and five copies of this 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.

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1	NAME OF REPORTING PERSON	THAYER-BLUM FUNDING III LLC
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	46-0468415
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%
14	TYPE OF REPORTING PERSON*	OO (LIMITED LIABILITY COMPANY)

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1	NAME OF REPORTING PERSON	TC KCO, L.L.C.
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%
14	TYPE OF REPORTING PERSON*	OO (LIMITED LIABILITY)

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1	NAME OF REPORTING PERSON	THAYER EQUITY INV
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	52-2128525
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%
14	TYPE OF REPORTING PERSON*	PN

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1	NAME OF REPORTING PERSON	TC EQUITY PARTNER
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	52-2121904

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2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/>	(b)
3	SEC USE ONLY		
4	SOURCE OF FUNDS	N/A	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE	
	7	SOLE VOTING POWER	
		-----	
	8	SHARED VOTING POWER	
		24,582,191	
		-----	
	9	SOLE DISPOSITIVE POWER	
		-----	
	10	SHARED DISPOSITIVE POWER	
		24,582,191	
		-----	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%	
14	TYPE OF REPORTING PERSON*	OO (LIMITED LIABILITY)	

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1	NAME OF REPORTING PERSON	TC MANUFACTURING	
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/>	(b)
3	SEC USE ONLY		
4	SOURCE OF FUNDS	N/A	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS		

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IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

[ ]

6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%
14	TYPE OF REPORTING PERSON*	OO (LIMITED LIABILITY)

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1	NAME OF REPORTING PERSON	TC CO-INVESTORS I
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	52-2139964
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [X] (b)
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX 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

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	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	24,582,191
		9	SOLE DISPOSITIVE POWER	
		10	SHARED DISPOSITIVE POWER	24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			89.7%
14	TYPE OF REPORTING PERSON*			OO (LIMITED LIABILITY)

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1	NAME OF REPORTING PERSON			TC MANAGEMENT PARTNERS
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON			52-2121901
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/>	(b) <input type="checkbox"/>
3	SEC USE ONLY			
4	SOURCE OF FUNDS			N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)			<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION			DELAWARE
		7	SOLE VOTING POWER	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	24,582,191
		9	SOLE DISPOSITIVE POWER	

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	10	SHARED DISPOSITIVE POWER	
			24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
			24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
			89.7%
14	TYPE OF REPORTING PERSON*		OO (LIMITED LIABILITY)

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1	NAME OF REPORTING PERSON		FREDERIC V. MALEK
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS		N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) or 2 (e)		<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION		USA
	7	SOLE VOTING POWER	
	8	SHARED VOTING POWER	
			24,582,191
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
			24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		



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24,582,191

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

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

89.7%

14 TYPE OF REPORTING PERSON\*

IN

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1 NAME OF REPORTING PERSON CARL J. RICKERTSE

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION USA

7 SOLE VOTING POWER

NUMBER OF SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON  
WITH

8 SHARED VOTING POWER

24,582,191

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

24,582,191

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

24,582,191

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

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

89.7%

14 TYPE OF REPORTING PERSON\* IN

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1 NAME OF REPORTING PERSON JEFFREY W. GOETTM

SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION USA

7 SOLE VOTING POWER

NUMBER OF SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON  
WITH

8 SHARED VOTING POWER

24,582,191

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

24,582,191

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

24,582,191

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

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

89.7%

14 TYPE OF REPORTING PERSON\* IN

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1	NAME OF REPORTING PERSON	DANIEL M. DICKINS
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	USA
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
		37,636,077
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
		89.7%
14	TYPE OF REPORTING PERSON*	IN

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1	NAME OF REPORTING PERSON	BLUM STRATEGIC PA
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	94-3303833
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE
	7	SOLE VOTING POWER
	8	SHARED VOTING POWER
		24,582,191
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER
		24,582,191
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%
14	TYPE OF REPORTING PERSON*	PN

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1	NAME OF REPORTING PERSON	BLUM STRATEGIC GP
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	94-3303831

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2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/>	(b)
3	SEC USE ONLY		
4	SOURCE OF FUNDS	N/A	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)	<input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	DELAWARE	
	7	SOLE VOTING POWER	
	8	SHARED VOTING POWER	
		24,582,191	
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		24,582,191	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	24,582,191	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	89.7%	
14	TYPE OF REPORTING PERSON*	OO (LIMITED LIABILITY)	

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1	NAME OF REPORTING PERSON	BLUM (K*TEC) CO-IPARTNERS, L.P.	
	SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) <input checked="" type="checkbox"/>	(b)
3	SEC USE ONLY		
4	SOURCE OF FUNDS	N/A	

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5 CHECK BOX 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

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SHARED VOTING POWER  
24,582,191

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER  
24,582,191

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
24,582,191

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
89.7%

14 TYPE OF REPORTING PERSON\* PN

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1 NAME OF REPORTING PERSON RICHARD C. BLUM  
SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION USA

7 SOLE VOTING POWER

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	
		24,582,191	
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		24,582,191	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	24,582,191		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	89.7%		
14	TYPE OF REPORTING PERSON*		IN

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Item 1. Security and Issuer.

Security: This Schedule 13D relates to 24,582,191 shares of common stock, \$0.01 par value per share ("Common Stock"), of Suntron Corporation (the "Issuer" or "Company").

Issuer: Suntron Corporation  
 2501 West Grandview Road  
 Phoenix, Arizona 85023

Item 2. Identity and Background.

(a), (b), (c) and (f): This Schedule 13D is being filed jointly by Thayer-Blum Funding III, L.L.C. ("TBF III"), Thayer Equity Investors IV, L.P., a Delaware limited partnership, TC Equity Partners IV, L.L.C., a Delaware limited liability company, TC Manufacturing Holdings, L.L.C., a Delaware limited liability company, TC Co-Investors IV, LLC, a Delaware limited liability company, TC Management Partners IV, L.L.C., a Delaware limited liability company, TC KCo, L.L.C., a Delaware limited liability company (together each of Thayer Equity Investors IV, L.P., TC Equity Partners IV, L.L.C., TC Manufacturing Holdings, L.L.C., TC Co-Investors IV, LLC, TC Management Partners IV, L.L.C. and TC KCo, L.L.C., the "Thayer Entities"), Blum Strategic Partners, L.P., a Delaware limited partnership, Blum Strategic GP, L.L.C., a Delaware limited liability company, Blum (K\*TEC) Co-Investment Partners, L.P., a Delaware

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limited partnership (together each of Blum Strategic Partners, L.P., Blum Strategic GP, L.L.C. and Blum (K\*TEC) Co-Investment Partners, L.P., the "Blum Entities") and Frederic V. Malek, Carl J. Rickertsen, Jeffrey W. Goettman, Susan Gallagher and Richard C. Blum as individuals (the "Individuals") (each of TBF III, the Thayer Entities, the Blum Entities, and the Individuals a "Reporting Person" and taken together the "Reporting Persons").

The principal business offices of each of TBF III, the Thayer Entities, and Frederic V. Malek, Carl J. Rickertsen, Jeffrey W. Goettman and Susan Gallagher is 1455 Pennsylvania Avenue, N.W., Suite 350, Washington D.C. 20004. The business address of each of the Blum Entities and Richard C. Blum is 909 Montgomery Street, Suite 400, San Francisco, Ca. 94133.

Thayer-BLUM Funding III, L.L.C. is in the business of holding shares of the Company for investment purposes. Thayer Equity Investors IV, L.P., TC Manufacturing Holdings, L.L.C. and TC KCo, L.L.C. are members of Thayer-BLUM Funding III, L.L.C. TC Equity Partners IV, L.L.C. is the general partner of Thayer Equity Investors IV, L.P. TC Co-Investors IV, LLC is the managing member of TC Manufacturing Holdings, L.L.C. TC Management Partners IV, L.L.C. is the managing member of TC Co-Investors IV, LLC. The principal business of each of TC Equity Partners IV, LLC and TC Co-Investors IV, LLC. is making investments in various industries and providing management services to portfolio companies.

Blum Strategic Partners, L.P. and Blum (K\*TEC) Co-Investment Partners, L.P. are members of Thayer-BLUM Funding III, L.L.C. Blum Strategic GP, L.L.C. is the general partner of Blum Strategic Partners, L.P. and of Blum (K\*TEC) Co-Investment Partners, L.P. The principal business of Blum Strategic GP, L.L.C. is to act as general partner to several investment partnerships.

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Each of Frederic V. Malek, Carl J. Rickertsen, Jeffrey W. Goettman and Susan Gallagher are private investment managers and citizens of the United States, and members of TC Management Partners IV, L.L.C. and TC Equity Partners IV, L.L.C. Richard C. Blum is a private investment manager and a citizen of the United States. John C. Walker is a citizen of the United States and a member of Blum Strategic GP, L.L.C. Jose S. Medeiros is a citizen of Brazil and a member of Blum Strategic GP, L.L.C. John C. Walker, Jose S. Medeiros and Jeffrey W. Goettman have been appointed Directors of the Issuer.

(d) and (e): During the last five years, no Reporting Person (i) has been ----- convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) nor (ii) has been a party to any civil proceeding of a judicial or administrative body of competent jurisdiction, and is or was, as a result of such proceeding, subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws, or finding any violation with respect to such laws.

### Item 3. Source and Amount of Funds or Other Consideration.

On February 28, 2002, certain securities of EFTC Corporation ("EFTC") and membership interests in Thayer-BLUM Funding II, L.L.C. ("TBF II") held by TBF III were exchanged for common stock of the Company as follows:

1. 37,851,343 shares of common stock, par value \$.01 per share, of EFTC were exchanged for 9,462,835 shares of common stock of the Company.
2. all outstanding membership units of TBF II were exchanged for



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15,119,356 shares of common stock of the Company.

### Item 4. Purpose of Transaction

(a), (b) and (d): On February 28, 2002, the Company acquired EFTC and TBF

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II pursuant to an Amended and Restated Agreement and Plan of Merger (the "Merger Agreement"), dated May 3, 2001, between the Company (formerly known as Express EMS Corporation), EFTC, K\*TEC Electronics Holding Corporation ("K\*TEC") and TBF II, the terms of which are more fully described in Item 6 below. Under the Merger Agreement, TBF II and EFTC merged with separate, wholly owned subsidiaries of the Company, with TBF II and EFTC each continuing as the surviving corporation and wholly owned subsidiary of the Company (the "Mergers"). As a result of the Mergers, each share of EFTC common stock was converted into 0.25 shares of the Company's common stock and all outstanding units of TBF II were converted into 15,119,356 shares of the Company's common stock. The board of directors of the Company consists of nine members, each of whom previously served as a member of the board of directors of EFTC, and the Company is led by EFTC's management team. The Reporting Persons have no other specific plan or proposal to change the Board of Directors or management of the Company.

(c), (e) and (f) though (j): None of the Reporting Persons has any plans or

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proposals which relate to, or could result in, the matters referred to in paragraphs (c), (e) and (f) through (j), inclusive, of the instructions to Item 4 of Schedule 13D.

### Item 5. Interest and Securities of the Issuer.

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(a): The Reporting Persons listed in Item 2 above may be deemed to be

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members in a group, in which case each Reporting Person would be deemed to have beneficial ownership of 24,582,191 shares of Common Stock which accounts for 89.7% of the outstanding Common Stock.

(b): The Reporting Persons listed in Item 2 above share the power to vote,

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direct the vote, dispose, or direct the disposition of all the shares of Common Stock covered by this Schedule 13D. The participation in this filing by Frederic V. Malek, Carl J. Rickertsen, Jeffrey W. Goettman, Susan Gallagher and Richard C. Blum shall not be construed as an admission that they or any other member, managing member, director, executive officer, limited partner, general partner or shareholder of the Thayer Entities or the Blum Entities is, for any purpose, a beneficial owner of any of the Common Stock of the Issuer except to the extent of any pecuniary interest therein.

(c): The transactions described in Item 4 are the only transactions

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effected during the last 60 days by the Reporting Persons.

(d): Not Applicable.

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(e): Not Applicable.  
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### Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Pursuant to the Merger Agreement, the Company entered into a registration rights agreement (the "Registration Rights Agreement") substantially similar to the Registration Rights Agreement filed as Exhibit 10.3 to the Company Amendment No. 1 to the Registration Statement on Form S-4/A filed on December 18, 2001. Pursuant to the Registration Rights Agreement, the Purchaser (and any of its permitted transferees) will have the right to require the Company to register the shares of Common Stock held by such persons under the Securities Act of 1933, as amended (the "Securities Act"), in certain circumstances. If the Company proposes to register its securities under the Securities Act, either for its own account or the account of others, the Purchaser (and any of its permitted transferees) will be entitled to notice of such registration and to include their shares in such registration; provided, among other conditions, that the underwriters for any such offering will have the right to limit the number of such shares included in such registration, subject to certain conditions.

Other than as described above, the Reporting Persons do not have any contracts, arrangements, understandings or relationships with any person with respect to any securities of the Company.

### Item 7. Materials to be Filed as Exhibits.

- Exhibit 99.1: Merger Agreement (filed as Exhibit 2.1 to the Company Registration Statement on Form S-4 filed on November 8, 2001, File No. 333-72992, and incorporated by reference herein)
- Exhibit 99.2: Joint Filing Agreement (filed herewith)
- Exhibit 99.3: Power of Attorney (filed herewith)

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- Exhibit 99.4: Registration Rights Agreement (filed as Exhibit 10.3 to the Company Amendment No. 1 to the Registration Statement on Form S-4/A filed on December 18, 2001, File No. 333-72992, and incorporated by reference herein)

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### SIGNATURES

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

Dated: March 7, 2002

THAYER-BLUM FUNDING III, L.L.C.

By: /s/ Jeffrey W. Goettman

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Name: Jeffrey W. Goettman  
Title: Authorized Person

THAYER EQUITY INVESTORS IV, L.P.

By: TC Equity Partners IV, L.L.C.,  
its General Partner

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

TC EQUITY PARTNERS IV, L.L.C.

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

TC MANUFACTURING HOLDINGS, L.L.C.

By: TC Co-Investors IV, LLC,  
its Managing Member

By: TC Management IV, L.L.C.,  
its Managing Member

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

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TC KCO, L.L.C.

By: /s/ Barry Johnson

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Barry Johnson  
Attorney-in-Fact

TC CO-INVESTORS IV, LLC

By: TC Management Partners IV, L.L.C.,  
its Managing Member

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By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

TC MANAGEMENT PARTNERS IV, L.L.C.

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

FREDERIC V. MALEK

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

CARL J. RICKERTSEN

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

JEFFREY W. GOETTMAN

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

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DANIEL M. DICKINSON

By: /s/ Barry E. Johnson

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Barry E. Johnson  
Attorney-in-Fact

BLUM (K\*TEC) CO-INVESTMENT PARTNERS, L.P.

By: BLUM STRATEGIC GP, L.L.C.,  
its General Partner

By: /s/ Murray A. Indick

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Murray A. Indick  
Member

BLUM STRATEGIC PARTNERS, L.P.

By: BLUM STRATEGIC GP, L.L.C.,  
its General Partner

By: /s/ Murray A. Indick

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Murray A. Indick  
Member

BLUM STRATEGIC GP, L.L.C.

By: /s/ Murray A. Indick

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Murray A. Indick  
Member

RICHARD C. BLUM

By: /s/ Murray A. Indick

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Murray A. Indick  
Attorney-in-Fact