BEACON ROOFING SUPPLY INC Form SC 13G/A January 20, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

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

Beacon Roofing Supply, Inc. (Name of Issuer)

Common Stock, par value \$.01 per share (Title of Class of Securities)

> 073685109 (Cusip Number)

December 31, 2010 (Date of Event which Requires Filing of this Statement)

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

o Rule 13d-1(b)

x Rule 13d-1(c)

o 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 the disclosures provided in a prior cover page.

The information required in 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).

(Continued on following pages) Page 1 of 32 Pages Exhibit Index Found on Page 31

CUSIF	No.073685109		13G		
1	NAMES OF REPORTING PERSONS				
1	Farallon Capital Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.				
3	SEC USE ONLY	F			
4	CITIZENSHIP OR PLACE OF O	ORGANIZATIO	Ν		
	California		SOLE VOTING POWER		
	NUMBER OF	5	-0-		
SHA	ARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 432,389 SOLE DISPOSITIVE POWER		
	EACH	7	-0-		
REPO	RTING PERSON WITH	8	SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEN	EFICIALLY OW	432,389 /NED BY EACH REPORTING PERSON		
	432,389 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		OW (9) EXCLUDES		
10				[]	
11	PERCENT OF CLASS REPRES	ENTED BY AM	IOUNT IN ROW (9)		
10	0.9% TYPE OF REPORTING PERSO	N (See Instruction	ons)		
12	PN				

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	13G					
CUSI	P No.073685109					
1	NAMES OF REPORTING PERSONS					
1	 Farallon Capital Institutional Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] 					
2	 (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. 					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF O	ORGANIZATIO)N			
4	California		SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	472,645 SOLE DISPOSITIVE POWER			
	EACH	7				
REPC	ORTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BEN	EFICIALLY OV	472,645 WNED BY EACH REPORTING PERSON			
10	472,645 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES			
	[] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	1.0% TYPE OF REPORTING PERSO	IN (See Instruction	ions)			
12	PN					

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CUSIF	PNo.073685109					
1	NAMES OF REPORTING PERSONS					
1	Farallon Capital Institutional Partners II, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	 (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 					
3						
4	CITIZENSHIP OR PLACE OF	ORGANIZATIO	ON			
+	California		SOLE VOTING POWER			
		5	Sole volino rowek			
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	24,500 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BEN	EFICIALLY O	24,500 WNED BY EACH REPORTING PERSON			
-	24,500 CHECK IF THE AGGREGATH CERTAIN SHARES (See Instru		ROW (9) EXCLUDES			
10	· ·			[]		
11	PERCENT OF CLASS REPRE	SENTED BY AI	MOUNT IN ROW (9)			
12	TYPE OF REPORTING PERS	ON (See Instruct	ions)			
	PN					

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CUSIF	No.073685109		13G		
	NAMES OF REPORTING PERSONS				
1	Farallon Capital Institutional Partners III, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)				
2 3	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 				
4	CITIZENSHIP OR PLACE OF O	ORGANIZATIO	DN		
	Delaware		SOLE VOTING POWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	RES BENEFICIALLY OWNED BY	6	26,951 SOLE DISPOSITIVE POWER		
	EACH	7			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEN	EFICIALLY OV	26,951 WNED BY EACH REPORTING PERSON		
10	26,951 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instruc		ROW (9) EXCLUDES	[]	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
10	0.1% TYPE OF REPORTING PERSO	N (See Instructi	ons)		
12	PN				

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			13G				
CUSIF	PNo.073685109						
	NAMES OF REPORTING PERS	NAMES OF REPORTING PERSONS					
1	Farallon Capital Offshore Investors II, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []						
2	(b) $[X]^{**}$ ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page.						
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF C	ORGANIZATIC	DN				
4	Cayman Islands		SOLE VOTING POWER				
		5	SOLE VOTING POWER				
	NUMBER OF		-0- SHARED VOTING POWER				
SHA	ARES BENEFICIALLY OWNED BY	6	339,600 SOLE DISPOSITIVE POWER				
	EACH	7					
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER				
_	AGGREGATE AMOUNT BENE	EFICIALLY OW	339,600 VNED BY EACH REPORTING PERSON				
9	339,600 CHECK IF THE AGGREGATE	AMOUNT IN I	ROW (9) EXCLUDES				
10	CERTAIN SHARES (See Instruc	tions)		[]			
11	PERCENT OF CLASS REPRES	ENTED BY AN	AOUNT IN ROW (9)				
	0.7% TYPE OF REPORTING PERSO	N (See Instructi	ons)				
12	PN						

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COSH	P No. 073685109					
1	NAMES OF REPORTING PERSONS					
1	Farallon Capital Management, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page.					
3	SEC USE ONLY		-			
4	CITIZENSHIP OR PLACE OF	ORGANIZAT	ION			
4	Delaware					
		5	SOLE VOTING POWER			
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	291,015 SOLE DISPOSITIVE POWER			
	EACH	7	-0-			
REPC	ORTING PERSON WITH	8	SHARED DISPOSITIVE POWER			
0	AGGREGATE AMOUNT BEN	EFICIALLY C	291,015 DWNED BY EACH REPORTING PERSON			
9	291,015 CHECK IF THE AGGREGATE	F AMOUNT IN	I ROW (9) EXCLUDES			
10	CERTAIN SHARES (See Instru		(NOW ()) EACLODES	[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.6% TYPE OF REPORTING PERSO	ON (See Instruc	ctions)			
12	IA, OO		,			

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CUSIF	P No. 073685109		13G			
1	NAMES OF REPORTING PERSONS					
1	Farallon Partners, L.L.C. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2 3	 (a) [1] (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 					
4	CITIZENSHIP OR PLACE OF	ORGANIZATIO	ON			
	Delaware		SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	1,296,085 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BEN	EFICIALLY OV	1,296,085 WNED BY EACH REPORTING PERSON			
10	1,296,085 CHECK IF THE AGGREGATE CERTAIN SHARES (See Instru		ROW (9) EXCLUDES	[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
12	2.8% TYPE OF REPORTING PERSO	ON (See Instruct	ions)			
12	00					

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CUSIF	PNo. 073685109					
	NAMES OF REPORTING PERSONS					
1	William F. Duhamel [See Item 2] CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF C	RGANIZATIC	DN			
4	United States					
		5	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	-0-			
	EACH	7	SOLE DISPOSITIVE POWER			
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BENE	EFICIALLY OV	-0- VNED BY EACH REPORTING PERSON			
10	-0- CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10				[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	0.0% TYPE OF REPORTING PERSO	N (See Instructi	ons)			
12	IN					

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CUSIF	PNo. 073685109					
	VAMES OF REPORTING PERSONS					
1	Richard B. Fried CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
2	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only 					
3	of the securities reported by him of SEC USE ONLY	on this cover page	ge.			
4	CITIZENSHIP OR PLACE OF O	RGANIZATIO	N			
4	United States		SOLE VOTING POWER			
		5	SOLE VOTING FOWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY	6				
	OWNED BY		1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH		-0- SHARED DISPOSITIVE POWER			
		8	1 597 100			
0	AGGREGATE AMOUNT BENE	FICIALLY OW	1,587,100 VNED BY EACH REPORTING PERSON			
9	1,587,100					
10	CHECK IF THE AGGREGATE A CERTAIN SHARES (See Instruct		ROW (9) EXCLUDES			
10				[]		
11	PERCENT OF CLASS REPRESE	ENTED BY AN	IOUNT IN ROW (9)			
	3.5% TYPE OF REPORTING PERSON	N (See Instruction	ons)			
12	IN					

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	13G					
CUSIF	PNo. 073685109					
	NAMES OF REPORTING PERSONS					
1	Daniel J. Hirsch CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only					
3	of the securities reported by him or SEC USE ONLY	n this cover pag	ge.			
4	CITIZENSHIP OR PLACE OF OF	RGANIZATIO	Ν			
1	United States		SOLE VOTING POWER			
		5				
	NUMBER OF	-	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY	6				
	OWNED BY	-	1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
		8	1,587,100			
9	AGGREGATE AMOUNT BENER	FICIALLY OW	VNED BY EACH REPORTING PERSON			
7	1,587,100					
10	CHECK IF THE AGGREGATE A CERTAIN SHARES (See Instruction		(Ow (9) EXCLUDES	r		
				Ĺ		
11	PERCENT OF CLASS REPRESE	NTED BY AM	IOUNT IN ROW (9)			
	3.5% TYPE OF REPORTING PERSON	(See Instruction	ons)			
12	IN					

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CUSI	P No. 073685109		13G		
1	NAMES OF REPORTING PERSONS				
1	Monica R. Landry CHECK THE APPROPRIATE	BOX IF A ME	MBER OF A GROUP (See Instructions)		
2	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by her on this cover page. SEC USE ONLY 				
4	CITIZENSHIP OR PLACE OF	ORGANIZAT	ION		
	United States		SOLE VOTING POWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY OWNED BY	6	1,587,100 SOLE DISPOSITIVE POWER		
	EACH	7	-0-		
REPC	RTING PERSON WITH	8	SHARED DISPOSITIVE POWER		
9	AGGREGATE AMOUNT BEN	NEFICIALLY (1,587,100 DWNED BY EACH REPORTING PERSON		
10	1,587,100 CHECK IF THE AGGREGATI CERTAIN SHARES (See Instru		N ROW (9) EXCLUDES		
11	PERCENT OF CLASS REPRE	SENTED BY A	AMOUNT IN ROW (9)		
12	3.5% TYPE OF REPORTING PERS	ON (See Instruc	ctions)		
	IN				

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	13G					
CUSIF	No. 073685109					
NAMES OF REPORTING PERSONS						
1	Davide Leone CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only					
3	of the securities reported by him of SEC USE ONLY	on this cover pa	ge.			
4	CITIZENSHIP OR PLACE OF O	RGANIZATIO	N			
4	Italy		SOLE VOTING DOWED			
		5	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	RES BENEFICIALLY	6				
	OWNED BY		1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7	-0-			
REPO	RTING PERSON WITH		-0- SHARED DISPOSITIVE POWER			
		8				
_	AGGREGATE AMOUNT BENE	FICIALLY OV	1,587,100 VNED BY EACH REPORTING PERSON			
9	1,587,100					
	CHECK IF THE AGGREGATE		ROW (9) EXCLUDES			
10	CERTAIN SHARES (See Instruc	tions)		[]		
	PERCENT OF CLASS REPRESI	ENTED BY AN	IOUNT IN ROW (9)			
11	3.5% TYPE OF REPORTING PERSON	N (See Instruction	ons)			
12	IN		,			

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CUSIF	P No.073685109		13G			
	NAMES OF REPORTING PERSONS					
1	Michael G. Linn [See Item 2] CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY					
1	CITIZENSHIP OR PLACE OF	ORGANIZATIO	DN			
4	United States		SOLE VOTING POWER			
		5	SOLE VOINGTOWER			
	NUMBER OF		-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BEN	EFICIALLY OV	1,587,100 WNED BY EACH REPORTING PERSON			
-	1,587,100 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	10 CERTAIN SHARES (See Instructions) []]					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
12	3.5%TYPE OF REPORTING PERSON (See Instructions)12					
	IN					

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13G						
CUSIF	P No. 073685109					
	NAMES OF REPORTING PERSONS					
1	Douglas M. MacMahon CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only					
3	of the securities reported by him or SEC USE ONLY	i uns cover pag	ge.			
	CITIZENSHIP OR PLACE OF OF	RGANIZATIO	N			
4	United States					
		-	SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY	6	SIMALE VOTINGTOWER			
	OWNED BY	-	1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7				
REPORTING PERSON WITH			-0- SHARED DISPOSITIVE POWER			
		8	1 597 100			
1,587,100 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	9 1,587,100					
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []						
					PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11	
11	3.5% TYPE OF REPORTING PERSON	(See Instruction	ons)			
12			01157			
	IN					

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13G					
CUSIF	PNo. 073685109				
	NAMES OF REPORTING PERSONS				
1	Stephen L. Millham CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []				
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only				
3	of the securities reported by him o SEC USE ONLY	n this cover pa	ge.		
4	CITIZENSHIP OR PLACE OF O	RGANIZATIC	DN		
4	United States		SOLE VOTING POWER		
		5	SOLE VOTING FOWER		
	NUMBER OF	5	-0- SHARED VOTING POWER		
SHA	ARES BENEFICIALLY	6			
	OWNED BY	-	1,587,100		
	EACH	7	SOLE DISPOSITIVE POWER		
			-0-		
REPO	RTING PERSON WITH	0	SHARED DISPOSITIVE POWER		
		8	1,587,100		
	AGGREGATE AMOUNT BENE	FICIALLY OV	VNED BY EACH REPORTING PERSON		
9	1 507 100				
1,587,100 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
CERTAIN SHARES (See Instructions)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	3.5%				
12	TYPE OF REPORTING PERSON	V (See Instructi	ons)		
	IN				

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CUSIF	P No. 073685109					
	NAMES OF REPORTING PERSONS					
1	Jason E. Moment [See Item 2] CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page.					
3	SEC USE ONLY					
	CITIZENSHIP OR PLACE OF O	RGANIZATIO	N			
4	United States		SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	-0- SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH	8	-0- SHARED DISPOSITIVE POWER			
9	-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10	-0- CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.0% TYPE OF REPORTING PERSON (See Instructions)					
14	IN					

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13G						
CUSIF	P No. 073685109					
	NAMES OF REPORTING PERSONS					
1	Ashish H. Pant [See Item 2] CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
2 3	 (a) [] (b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 					
	CITIZENSHIP OR PLACE OF O	ORGANIZATIO	N			
4	India		SOLE VOTING POWER			
		5	SOLE VOTING FOWLK			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	RES BENEFICIALLY	6				
	OWNED BY		-0- SOLE DISPOSITIVE POWER			
	EACH	7				
REPO	RTING PERSON WITH		-0- SHARED DISPOSITIVE POWER			
		8	0			
-0- AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	-0-					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
10	CERTAIN SHARES (See Instruc	ctions)		[]		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	0.0%					
10	TYPE OF REPORTING PERSON (See Instructions)					
12						

CUSIF	P No. 073685109		13G			
	NAMES OF REPORTING PERSONS					
1	1 Rajiv A. Patel CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) []					
2	(b) [X]** ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only					
3	of the securities reported by him SEC USE ONLY	on this cover pa	gc.			
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
-	United States		SOLE VOTING POWER			
	NUMBER OF	5	-0- SHARED VOTING POWER			
SHA	ARES BENEFICIALLY OWNED BY	6	1,587,100 SOLE DISPOSITIVE POWER			
	EACH	7	-0-			
REPO	RTING PERSON WITH	8	SHARED DISPOSITIVE POWER			
9	AGGREGATE AMOUNT BENI	EFICIALLY OV	1,587,100 VNED BY EACH REPORTING PERSON			
	1,587,100 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)					
10	.0 []					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 2.5%						
12	3.5% TYPE OF REPORTING PERSON (See Instructions) 2					
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13G CUSIP No.073685109 NAMES OF REPORTING PERSONS 1 Thomas G. Roberts, Jr. [See Item 2] CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 ** The reporting persons making this filing hold an aggregate of 1,587,100 Shares, which is 3.5% of the class of securities. The reporting person on this cover page, however, may be deemed a beneficial owner only of the securities reported by him on this cover page. SEC USE ONLY 3 CITIZENSHIP OR PLACE OF ORGANIZATION 4 United States SOLE VOTING POWER 5 -0-NUMBER OF SHARED VOTING POWER SHARES BENEFICIALLY 6 OWNED BY 1,587,100 SOLE DISPOSITIVE POWER 7 EACH -0-**REPORTING PERSON WITH** SHARED DISPOSITIVE POWER 8 1,587,100 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 1,587,100 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES **CERTAIN SHARES (See Instructions)** 10 [] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 3.5% TYPE OF REPORTING PERSON (See Instructions) 12 IN

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13G

CUSIP No. 073685109

1 NAMES OF REPORTING PERSONS

Andrew J. M. Spokes CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

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(a) [] (b) [X]**

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3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United Kingdom NUMBER OF

SOLE VOTING POWER &#

SHARES BENEFICIALLY OWNED BY

EACH

REPORTING PERSON WITH