

SEXTON WILSON B  
Form 4  
February 23, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed 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 \*  
SEXTON WILSON B

(Last) (First) (Middle)  
SCP POOL CORPORATION, 109  
NORTHPARK BLVD.  
  
(Street)

COVINGTON, LA 70433

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCP POOL CORP [POOL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/21/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Director/Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/21/2006		M		\$ 170,858 1.7343	I	By Trust
Common Stock	02/21/2006		F		\$ 43.18 2,409	I	By Trust
Common Stock	02/21/2006		F		\$ 43.18 38,801	I	By Turst
Common Stock					693 <sup>(1)</sup>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 1.7343	02/21/2006		M	170,858	01/14/1997 01/14/2007	Common Stock	170,858	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEXTON WILSON B SCP POOL CORPORATION 109 NORTH PARK BLVD. COVINGTON, LA 70433	X		Director/Chairman	

## Signatures

Wilson B  
Sexton  
02/23/2006  
Date  
Signature of Reporting Person

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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) Includes shares acquired under the SCP Employee Stock Purchase Plan on December 30, 2005

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. m"> SCP Pool Corporation **Item 1**

(b)

Address of Issuer's Principal Executive Offices: 109 Northpark Boulevard Covington, LA 70433-5001 **Item 2**

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(a)

Name of Persons Filing: TimesSquare Capital Management, LLC ( TimesSquare **Item 2**

(b)

Address of Principal Business Office or, if none, Residence:

TimesSquare: Four Times Square, 25<sup>th</sup> Floor

New York, NY 10036

**Item 2**

(c)

Citizenship: TimesSquare is a Delaware limited liability company. **Item 2**

(d)

Title of Class of Securities: Common Stock, \$0.001 par value **Item 2**

(e)

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CUSIP Number: 784028102 **Item 3** This statement is filed by TimesSquare pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), on the basis that TimesSquare is an investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).

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**Item 4** Ownership. The following ownership information is as of August 31, 2006.

(a) Amount Beneficially Owned:

5,291,968

(b) Percent of Class:

10.2%\*

Percent of class is based on 51,825,000 shares of Common Stock outstanding as of August 31, 2006 as reported to us by FT Interactive Data Corporation.

(c) Number of shares as to which the person has:

(i) sole power to vote or to direct the vote

4,519,040\*

(ii) shared power to vote or to direct the vote

0

(iii) sole power to dispose or to direct the disposition of

5,291,968\*

(iv) shared power to dispose or to direct the disposition of

0

\* All of the shares reported on in this statement are owned by investment advisory clients of TimesSquare. In its role as investment adviser, TimesSquare has voting and dispositive power with respect to these shares.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following " ".

Not applicable

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

The shares of Common Stock reported on in this statement are owned by investment advisory clients of TimesSquare, and such clients have the right to receive dividends from and proceeds from the sale of such shares. To TimesSquare's knowledge, the interest of no one of these clients relates to more than 5% of the class.

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

Not applicable.

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

Not applicable.

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

Not applicable.

**Item 10** Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**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.

Date: September 7, 2006

TIMESQUARE CAPITAL MANAGEMENT, LLC

Signature: /s/ Mark J. Aaron

Name/Title: Mark J. Aaron

Chief Operating Officer and Chief Compliance Officer