

BIOMET INC
Form 4
August 16, 2007

FORM 4

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

OMB APPROVAL

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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 *
Fernandes Sean

(Last) (First) (Middle)

C/O GOLDMAN, SACHS & CO., 85 BROAD STREET

(Street)

NEW YORK, NY 10004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BIOMET INC [BMET]

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2007

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)

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 Shares | 08/14/2007 | | S | | 477 | D | \$ 123,805 ^{(1) (2)} / ₍₃₎ I | See footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |
| Common Shares | 08/16/2007 | | P | | 477 | A | \$ 124,282 ^{(1) (2)} / ₍₃₎ I | See footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |

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

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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) | 8. P... Der... Sec... (Ins... | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Call Option (right to purchase) | \$ 45 | | | | | (4) | 01/17/2009 | Common Shares | 3,100 |
| Security Based Swap (put equivalent) | (6) | | | | | (6) | 04/07/2017 | Common Shares | 1,400 |
| Security Based Swap (put equivalent) | (6) | | | | | (6) | 04/10/2017 | Common Shares | 20,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Fernandes Sean C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004 | X | | | |

Signatures

/s/ Andrea DeMar,
Attorney-in-fact

08/16/2007

__Signature of Reporting Person

Date

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).

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The Reporting Person is currently a vice president of Goldman, Sachs & Co. ("Goldman Sachs"). Goldman Sachs is a wholly-owned subsidiary of The Goldman Sachs Group, Inc. ("GS Group"). Goldman Sachs is affiliated with private equity funds that hold equity interests in LVB Acquisition Holding, LLC, the indirect beneficial owner of 208,324,725 common shares, no par value (the "Common Shares") of Biomet, Inc. (the "Company"), including 5,723,595 Common Shares beneficially owned by Dr. Dane A. Miller and Mary Louise Miller that are subject to a voting agreement with LVB Acquisition, Inc., a subsidiary of LVB Acquisition Holding, LLC. In addition, Goldman Sachs and other wholly-owned subsidiaries of GS Group may be deemed to directly beneficially own 124,282 Common Shares.

- (1) Shares") of Biomet, Inc. (the "Company"), including 5,723,595 Common Shares beneficially owned by Dr. Dane A. Miller and Mary Louise Miller that are subject to a voting agreement with LVB Acquisition, Inc., a subsidiary of LVB Acquisition Holding, LLC. In addition, Goldman Sachs and other wholly-owned subsidiaries of GS Group may be deemed to directly beneficially own 124,282 Common Shares.
- (2) The Common Shares reported herein as indirectly purchased and sold were beneficially owned directly by Goldman Sachs. Without admitting any legal obligation, Goldman Sachs will remit appropriate profits, if any, to the Company.

The Reporting Person disclaims beneficial ownership of all of the securities reported on Table I and Table II of this Form 4, including the

- (3) Common Shares that are or may be beneficially owned by LVB Acquisition Holding, LLC, Goldman Sachs, other wholly-owned subsidiaries of GS Group and any of their affiliated funds.

- (4) Immediately exercisable.

- (5) The securities reported herein are directly beneficially owned by Goldman Sachs.

Goldman Sachs International ("GSI"), a wholly-owned subsidiary of GS Group, entered into security-based swap agreements in the form of contracts for differences under which GSI is obligated to make payments to its counterparty, or GSI's counterparty is obligated to make payments to GSI, as the case may be, based on changes in the price of Common Shares and any declared dividends. In addition, the counterparty is obligated to make floating rate payments to GSI based on the notional size of the transaction.

- (6) Goldman Sachs International ("GSI"), a wholly-owned subsidiary of GS Group, entered into security-based swap agreements in the form of contracts for differences under which GSI is obligated to make payments to its counterparty, or GSI's counterparty is obligated to make payments to GSI, as the case may be, based on changes in the price of Common Shares and any declared dividends. In addition, the counterparty is obligated to make floating rate payments to GSI based on the notional size of the transaction.

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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