

# GLOBAL CASH ACCESS HOLDINGS, INC.

Reported by  
**SUMMIT PARTNERS L P**

## FORM 3

(Initial Statement of Beneficial Ownership)

Filed 09/22/05 for the Period Ending 09/22/05

Address	7250 S. TENAYA WAY SUITE 100 LAS VEGAS, NV 89113
Telephone	702-855-3000
CIK	0001318568
Symbol	GCA
Fiscal Year	12/31

# FORM 3

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

OMB APPROVAL  
OMB Number: 3235-0104  
Expires: January 31, 2008  
Estimated average burden  
hours per response... 0.5

## INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person *	2. Date of Event Requiring Statement (MM/DD/YYYY)	3. Issuer Name and Ticker or Trading Symbol
<b>SUMMIT PARTNERS L P</b>	<b>9/22/2005</b>	<b>Global Cash Access Holdings, Inc. [GCA]</b>
(Last) (First) (Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>222 BERKELEY STREET, 18TH FLOOR</b>	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>/ Mang Mbr of GP of 10% Owner</b>	
(Street)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>BOSTON, MA 02116</b>		<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Class A Preferred Stock</b>	<b>9/22/2005</b>	<b>(1)</b>	<b>Common Stock</b>	<b>20198204</b>	<b>(2)</b>	<b>I</b>	<b>See Footnotes (2) (4)</b>
<b>Class B Preferred Stock</b>	<b>9/22/2005</b>	<b>(1)</b>	<b>Common Stock</b>	<b>4842604</b>	<b>(3)</b>	<b>I</b>	<b>See Footnotes (3) (4)</b>

#### Explanation of Responses:

- (1) These securities are preferred stock of Global Cash Access Holdings, Inc. and do not have an expiration date. These securities will automatically convert into shares of common stock upon the consummation of Global Cash Access Holdings, Inc.'s initial public offering.
- (2) Represents 13,693,950 shares beneficially held by Summit Ventures VI-A, L.P., 5,710,923 shares beneficially held by Summit Ventures VI-B, L.P., 284,796 shares beneficially held by Summit VI Advisors Fund, L.P., 437,256 shares beneficially held by Summit VI Entrepreneurs Fund, L.P., and 71,279 shares beneficially held by Summit Investors VI, L.P. Each share of Class A Preferred Stock is

convertible into one share of common stock.

- (3) Represents 3,283,182 shares beneficially held by Summit Ventures VI-A, L.P., 1,369,218 shares beneficially held by Summit Ventures VI-B, L.P., 68,281 shares beneficially held by Summit VI Advisors Fund, L.P., 104,834 shares beneficially held by Summit VI Entrepreneurs Fund, L.P., and 17,089 shares beneficially held by Summit Investors VI, L.P. Each share of Class B Preferred Stock is convertible into one share of common stock.
- (4) Summit Partners, L.P. is the managing member of Summit Partners VI (GP), LLC, which is the general partner of Summit Partners VI (GP), L.P., which is the general partner of each of Summit Ventures VI-A, L.P., Summit Ventures VI-B, L.P., Summit VI Advisors Fund, L.P., Summit VI Entrepreneurs Fund, L.P. and Summit Investors VI, L.P.

**Remarks:**

Summit Partners, L.P. is the managing member of Summit Partners VI (GP), LLC, which is the general partner of Summit Partners VI (GP), L.P., which is the general partner of each of Summit Ventures VI-A, L.P., Summit Ventures VI-B, L.P., Summit VI Advisors Fund, L.P., Summit VI Entrepreneurs Fund, L.P. and Summit Investors VI, L.P. Summit Partners, L.P. has voting and dispositive authority over the shares held by each of these entities and, therefore, may beneficially own such shares. Each of Summit Partners, L.P., Summit Partners VI (GP), LLC, Summit Partners VI (GP), L.P. and Summit Master Company, LLC, which is the general partner of Summit Partners, L.P., disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUMMIT PARTNERS L P 222 BERKELEY STREET 18TH FLOOR BOSTON, MA 02116				Mang Mbr of GP of 10% Owner
SUMMIT PARTNERS VI GP LLC  222 BERKELEY STREET 18TH FLOOR BOSTON, MA 02116				Indirect GP of 10% Owner
SUMMIT PARTNERS VI GP LP 222 BERKELEY STREET 18TH FLOOR BOSTON, MA 02116				GP of 10% Owner

**Signatures**

**Summit Partners, L.P., by Summit Master Company, LLC, Its General Partner, by Robin W. Devereux, Power of Attorney for Walter G. Kortschak, Member**

**9/22/2005**

\*\* Signature of Reporting Person

Date

**Summit Partners VI (GP), LLC, by Summit Partners, L.P., its General Partner, by Summit Master Company, LLC, its General Partner, by Robin W. Devereux, Power of Attorney for Walter G. Kortschak, Member**

**9/22/2005**

\*\* Signature of Reporting Person

Date

**Summit Partners VI (GP), L.P., by Summit Partners VI (GP), LLC, its General Partner, by Summit Partners L.P., its General Partner, by Summit Master Company, LLC, its General Partner, by Robin W. Devereux, Power of Attorney for Walter G. Kortschak, Member**

**9/22/2005**

\*\* Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, see Instruction 5(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).

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

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.