Edgar Filing: DIGITAL RIVER INC /DE - Form 4

DIGITAL RIVER INC/DE

Form 4

November 05, 2013

Check this box

if no longer

Section 16.

subject to

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION
	UNITED STATES SECURITES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

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

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Cahall Theodore R Jr Issuer Symbol DIGITAL RIVER INC /DE [DRIV] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O DIGITAL RIVER, INC., 10380 11/01/2013 below) **BREN ROAD WEST** EVP & COO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MINNETONKA, MN 55343-9072 Person

(City) (State) (7:-)

(City)	(State) (A	Table Table	e I - Non-D	erivative S	ecurit	ies Acq	puired, Disposed o	of, or Beneficial	ly Owned	
1.Title of	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3.	4. Securit			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
Security (Instr. 3)	(Wolldi/Day/Tear)	any	Code	on(A) or Dis (D)	sposeu	01	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5	5)	Owned Indirect (I) Following (Instr. 4)		Ownership (Instr. 4)	
					(A)		Reported Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	11/01/2013		A	84,365 (1)	A	\$0	84,365	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(monda, Day, Teal)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S		Underlying Securities (Instr. 3 and 4)	ng s	(Instr. 5) B O Fe R T	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title Nu of	nount umber uares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Cahall Theodore R Jr C/O DIGITAL RIVER, INC. 10380 BREN ROAD WEST MINNETONKA, MN 55343-9072

EVP & COO

Signatures

/s/ Eric Madson as Attorney-in-Fact for Theodore R. Cahall, Jr. pursuant to Power of Attorney previously filed.

11/05/2013

**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).
- (1) The shares are subject to forfeiture and shall vest in four annual installments.

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.

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