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DIGITAL RIVER INC /DE
Form SC 13G
February 08, 2007

OMB APPROVAL

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. _) *

Digital River, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

25388B104

(CUSIP Number)

December 31, 2006

(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

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.

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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).

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 1745 (03-06)

Page 1 of 7 pages

CUSIP No. 25388B104

13G

1. Name of Reporting Person
I.R.S. Identification No. of above Person

Goldman Sachs Asset Management, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 2,382,303
Shares

6. Shared Voting Power

Beneficially 0
Owned by

7. Sole Dispositive Power

Each 2,470,303
Reporting Person

8. Shared Dispositive Power

With: 0

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,470,303

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[_]

11. Percent of Class Represented by Amount in Row (9)

6.1%

12. Type of Reporting Person

IA

Page 2 of 7 pages

Item 1(a). Name of Issuer:
Digital River, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:
9625 West 76th Street
Eden Prairie, Minnesota 55344

Item 2(a). Name of Persons Filing:
Goldman Sachs Asset Management, L.P.

Item 2(b). Address of Principal Business Office or, if none, Residence:
32 Old Slip
New York, NY 10005

Item 2(c). Citizenship:
Delaware

Item 2(d). Title of Class of Securities:
Common Stock, \$0.01 par value

Item 2(e). CUSIP Number:
25388B104

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or
13d-2(b) or (c), check whether the person filing is a :

(a).[_] Broker or dealer registered under Section 15 of the Act
(15 U.S.C. 78o).

(b).[_] Bank as defined in Section 3(a)(6) of the Act
(15 U.S.C. 78c).

(c).[_] Insurance company as defined in Section 3(a)(19) of the Act
(15 U.S.C. 78c).

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- (d). Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e). An investment adviser in accordance with Rule 13d-1(b) (1) (ii) (E);
- (f). An employee benefit plan or endowment fund in accordance with Rule 13d-1(b) (1) (ii) (F);
- (g). A parent holding company or control person in accordance with Rule 13d-1(b) (1) (ii) (G);
- (h). A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i). A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j). Group, in accordance with Rule 13d-1(b) (1) (ii) (J).

Page 3 of 7 pages

- Item 4. Ownership. *
- (a). Amount beneficially owned:
See the response(s) to Item 9 on the attached cover page(s).
 - (b). Percent of Class:
See the response(s) to Item 11 on the attached cover page(s).
 - (c). Number of shares as to which such person has:
 - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
 - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
 - (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).
 - (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).
- Item 5. Ownership of Five Percent or Less of a Class.
Not Applicable
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Not Applicable
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.
Not Applicable
- Item 8. Identification and Classification of Members of the Group.

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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.

* In accordance with Securities and Exchange Commission ("SEC") Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by Goldman Sachs Asset Management, L.P. ("GSAM LP"). GSAM LP, an investment advisor, disclaims beneficial ownership of any securities managed, on GSAM LP's behalf, by third parties.

Page 4 of 7 pages

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: February 5, 2007

GOLDMAN SACHS ASSET MANAGEMENT, L.P.

By: /s/ Lauren LoFaro

Name: Lauren LoFaro
Title: Attorney-in-fact

Page 5 of 7 pages

INDEX TO EXHIBITS

Exhibit No. Exhibit

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99.1 Power of Attorney, dated December 19, 2006, relating to Goldman Sachs Asset Management, L.P.

Page 6 of 7 pages

Exhibit 99.1

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS ASSET MANAGEMENT, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher and Lauren LoFaro, (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of December 19, 2006.

GOLDMAN SACHS ASSET MANAGEMENT, L.P.

By: /s/ Ellen R. Porges

Name: Ellen R. Porges
Title: Managing Director

Page 7 of 7 pages

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*

10.9.7

†

Form of Employee Restricted Stock Unit Award Supplement under the Shake Shack Inc. 2015 Incentive Award Plan as amended

*

10.9.8

†

Form of Director Restricted Stock Unit Award Agreement under the Shake Shack Inc. 2015 Incentive Award Plan as amended

*

10.10

†

2015 Senior Executive Bonus Plan

S-1

10.12

12/29/2014

10.11

†

Amended and Restated Employment Agreement, effective January 5, 2017, by and among Zach Koff, Shake Shack Inc. and SSE Holdings, LLC

8-K

10.1

1/5/2017

10.11.1

†

Employment Agreement, dated April 28, 2017, but effective as of a date to be agreed upon by the parties, no later than July 31, 2017, by and among Tara Comonte, Shake Shack Inc. and SSE Holdings, LLC

8-K

10.1

5/1/2017

10.11.2

†

Amended and Restated Employment Agreement, effective October 25, 2018, by and among Shake Shack Inc., SSE Holdings, LLC and Randy Garutti

8-K

10.1

10/26/2018

10.12

†

Non-Employee Director Compensation Policy

10-K

10.2

2/26/2018

10.12.1

†

Amended & Restated Non-Employee Director Compensation Policy, dated May 19, 2016

10-K

10.19.1

2/26/2018

10.12.2

†

Second Amended & Restated Non-Employee Director Compensation Policy, dated March 17, 2017

10-K

10.19.2

2/26/2018

21

Subsidiaries of Shake Shack Inc.

*

23

Consent of Independent Registered Public Accounting Firm

*

31.1

Certification of the Principal Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

*

31.2

Certification of the Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

*

32

Certifications of Principal Executive Officer and Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

#

101.INS

XBRL Instance Document

*

101.SCH

XBRL Taxonomy Extension Schema Document

*

101.CAL

XBRL Taxonomy Extension Calculation Linkbase Document

*

101.DEF

XBRL Taxonomy Extension Definition Linkbase Document

*

101.LAB

XBRL Taxonomy Extension Label Linkbase Document

*

101.PRE

XBRL Taxonomy Extension Presentation Linkbase Document

*

†Indicates a management contract or compensatory plan or arrangement.
#Furnished herewith.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Shake Shack Inc.
(Registrant)

By: /s/ Tara Comonte
Tara Comonte

Date: February 25, 2019 Chief Financial Officer

Pursuant to the requirements of the Securities and Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Randy Garutti Randy Garutti	Chief Executive Officer and Director (Principal Executive Officer)	February 25, 2019
/s/ Tara Comonte Tara Comonte	Chief Financial Officer (Principal Financial and Accounting Officer)	February 25, 2019
/s/ Daniel Meyer Daniel Meyer	Chairman of the Board of Directors	February 25, 2019
/s/ Anna Fieler Anna Fieler	Director	February 25, 2019
/s/ Jeff Flug Jeff Flug	Director	February 25, 2019
/s/ Jenna Lyons Jenna Lyons	Director	February 25, 2019
/s/ Joshua Silverman Joshua Silverman	Director	February 25, 2019
/s/ Jonathan D. Sokoloff Jonathan D. Sokoloff	Director	February 25, 2019
/s/ Robert Vivian Robert Vivian	Director	February 25, 2019