Edgar Filing: DIGITAL RIVER INC /DE - Form 4

	IVER INC /DE										
Form 4 May 09, 200	5										
								OMB AF	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
	Check this box if no longer							Expires:	January 31, 2005		
subject to Section 1	\mathbf{SIAIE}	STATEMENT OF CHANGES IN BENEFICIAL OWNERS SECURITIES							iverage		
Form 4 o		SECURITES						burden hou response	rs per 0.5		
Form 5 obligatio	$\frac{1}{12}$ Section $17(a)$ of the	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									
may cont See Instr	inue. 20/1) of the Inv	•	•	· ·			1			
1(b).											
(Print or Type I	Responses)										
1. Name and Address of Reporting Person _2. IssLANSING WILLIAM JSymbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
		DIGITAL RIVER INC /DE [DRIV]					(Check all applicable)				
(Last)	(First) (Middle)	3. Date of I		ansaction							
C/O DIGIT.	(Month/Da 05/05/20	Day/Year) 2005				X_ Director10% Owner Officer (give titleOther (specify below)					
W. 76TH S	FREET, SUITE 150						below)	below)			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line)					
EDEN PRAIRIE, MN 55344						_X_ Form filed by One Reporting Person Form filed by More than One Reporting					
							Person				
(City)	(State) (Zip)						uired, Disposed of		-		
1.Title of Security	2. Transaction Date 2A. De (Month/Day/Year) Execut		1				5. Amount of Securities	6. Ownership Form: Direct			
(Instr. 3) any (Month/Day/Yea			Code (Instr. 3, 4 and 5) //Year) (Instr. 8)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
					(A) or		Transaction(s) (Instr. 3 and 4)				
Common			Code V		(D)	Price \$					
Stock	05/05/2005		S	100	D	ф 27.16	35,100	D			
Common	05/05/2005		S	400	D	\$ 27.15	34,700	D			
Stock Common											
Stock	05/05/2005		S	1,100	D	\$ 27.11	33,600	D			
Common Stock	05/05/2005		S	8,400	D	\$ 27.1	25,200	D			
Common Stock	05/05/2005		S	200	D	\$ 26.12	25,000	D			

Edgar Filing: DIGITAL RIVER INC /DE - Form 4

Common Stock	05/05/2005	S	500	D	\$ 26.11	24,500	D
Common Stock	05/05/2005	S	1,300	D	\$ 26.1	23,200	D
Common Stock	05/05/2005	S	600	D	\$ 26.08	22,600	D
Common Stock	05/05/2005	S	1,400	D	\$ 26.07	21,200	D
Common Stock	05/05/2005	S	7,300	D	\$ 26.06	13,900	D
Common Stock	05/05/2005	S	5,700	D	\$ 26.05	8,200	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	·		Securities		(Instr. 5)	Bene
	Derivative		-		Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						,
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	-	Title	Number		
				<u> </u>					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Relationships

Х

Director 10% Owner Officer Other

LANSING WILLIAM J C/O DIGITAL RIVER, INC. 9625 W. 76TH STREET, SUITE 150 EDEN PRAIRIE, MN 55344

Reporting Owners

Signatures

/s/ Carter D. Hicks, attorney-in-fact for William J. Lansing

05/09/2005

**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).

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.