

DIGITAL RIVER INC /DE
 Form 3/A
 January 27, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

| | | | | | |
|---|---------|----------|---|--|---|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SOROS FUND MANAGEMENT LLC | | | (Month/Day/Year) | DIGITAL RIVER INC /DE [DRIV] | |
| (Last) | (First) | (Middle) | 05/04/2012 | | |
| 888 SEVENTH AVENUE, Â 33RD FLOOR | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 05/08/2012 |
| NEW YORK, Â NY Â 10106 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <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) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

| | | | | | | | |
|-------------------------------------|-------|-------|------------------------|--------|--------|----------------------------------|------------------|
| | | | | Shares | | or Indirect (I) (Instr. 5) | |
| 1.25% Convertible Bonds due 2024 | Â (1) | Â (1) | See Footnote (1) | (1) | \$ (1) | I (1) | See Footnote (1) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SOROS FUND MANAGEMENT LLC 888 SEVENTH AVENUE 33RD FLOOR NEW YORK, NY 10106 | Â | Â X | Â | Â |
| SOROS GEORGE 888 SEVENTH AVENUE, 33RD FLOOR NEW YORK, NY 10106 | Â | Â X | Â | Â |
| SOROS ROBERT 888 SEVENTH AVENUE 33RD FLOOR NEW YORK, NY 10106 | Â | Â X | Â | Â |

Signatures

| | |
|--|------------|
| /s/ Jay Schoenfarber, as Deputy General Counsel | 01/27/2014 |
| **Signature of Reporting Person | Date |
| /s/ Jay Schoenfarber, as Attorney-in-Fact for George Soros | 01/27/2014 |
| **Signature of Reporting Person | Date |
| /s/ Jay Schoenfarber, as Attorney-in-Fact for Robert Soros | 01/27/2014 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * 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).
- (1) The Form 3 filed on May 8, 2012 erroneously reported as beneficially owned 1.25% Convertible Bonds due 2024 (the "1.25% Bonds"). The convertibility of the 1.25% Bonds was subject to material contingencies that had not been satisfied at the time the Form 3 was filed, with the result that none of the Reporting Persons had a pecuniary interest in the 128,874 shares of underlying common stock. Accordingly, this Form 3/A is being filed to remove the reference to the 1.25% Bonds.

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Remarks:

The filing of this statement shall not be deemed an admission that any of the Reporting Persons

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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