SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 15, 2003

Verticalnet, Inc.

(Exact name of Registrant as Specified in its Charter)

Pennsylvania (State or Other 000-25269 (Commission File Number) 23-2815834 (IRS Employer

Jurisdiction of Incorporation)

Identification No.)

400 Chester Field Parkway, Malvern, PA (Address of principal executive offices)

19355 Zip Code

Registrant s telephone, including area code: (610) 240-0600

Not Applicable

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(Former name and former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On October 15, 2003, Verticalnet, Inc. issued a press release, filed herewith under Item 7, regarding the closing of a private placement of common stock and warrants.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits:

Press release, dated October 15, 2003, regarding a private placement of common stock and warrants.

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SIGNATURE

Pursuant to the requirements 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.

VERTICALNET, INC.

Date: October 17, 2003 By: /s/ Gene S. Godick

Name: Gene S. Godick

Title: Executive Vice President and Chief Financial Officer

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EXHIBIT INDEX

Exhibit No. Description of Exhibit

99.1 Press Release, dated October 15, 2003 issued by Verticalnet, Inc.