

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 *

Â SOROS FUND
MANAGEMENT LLC

(Last) (First) (Middle)

888 SEVENTH
AVENUE,Â 33RD FLOOR

(Street)

NEW YORK,Â NYÂ 10106

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
05/04/2012

3. Issuer Name and Ticker or Trading Symbol
DIGITAL RIVER INC /DE [DRIV]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer ___ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

05/08/2012

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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

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