

Edgar Filing: DIGI INTERNATIONAL INC - Form SC 13G

DIGI INTERNATIONAL INC
Form SC 13G
February 02, 2012

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934

Digi International Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

253798102
(CUSIP Number)

January 24, 2012
(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.

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).

CUSIP No. 253798102

1. Names of Reporting Person

Generation Investment Management LLP

I.R.S. Identification Nos. of above person: 98-0456791

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

☐ (a)

☐ (b)

3. SEC Use Only

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4. Citizenship or Place of Organization
- London, United Kingdom
5. Sole Voting Power: 0
- Number of
Shares 6. Shared Voting Power: 1,429,956
Beneficially
Owned by 7. Sole Dispositive Power: 1,429,956
Each Reporting
Person With 8. Shared Dispositive Power: 0
9. Aggregate Amount Beneficially Owned by Each Reporting Person
- 1,429,956
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares
11. Percent of Class Represented by Amount in Row (9)
- 5.58%
12. Type of Reporting Person
- IA
- Item 1. (a) Issuer: Digi International Inc.
- (b) Address of Issuer's Principal Executive Offices:
- 11001 Bren Road East
 Minnetonka, Minnesota 55343
- Item 2. (a) Name of Person Filing:
- Generation Investment Management LLP
- (b) Address of Principal Business Office, or, if None, Residence:
- One Vine Street
 London, United Kingdom W1J 0AH
- (c) Citizenship:
- Please refer to Item 4 on each cover sheet for each filing person
- (d) Title of Class of Securities
- Common Stock
- (e) CUSIP Number: 253798102
- Item 3. This Statement is filed pursuant to Rule 13d-1(c).
- Item 4. Ownership
- Please see Items 5 - 9 and 11 for each cover sheet for each filing separately
- Item 5. Ownership of Five Percent or Less of a Class
- Not Applicable

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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

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 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.

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 2, 2012

Generation Investment Management LLP

By: /s/ David Blood

Name: David Blood

Title: Chief Executive Officer