

DIGITAL RIVER INC /DE

Form 8-K

April 03, 2009

UNITED STATES

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): **March 30, 2009**

Digital River, Inc.

(Exact name of registrant as specified in charter)

Delaware

000-24643

41-1901640

(State or other jurisdiction (Commission File Number) (IRS Employer

of incorporation)

Identification No.)

9625 West 76th Street, Eden Prairie, MN 55344

(Address of principal executive offices) (Zip Code)

(952) 253-1234

Registrant's telephone number, including area code

Not Applicable

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 30, 2009, Frederic M. Seegal announced his intention to retire from the Board of Directors at our 2009 Annual Meeting of Stockholders.

A copy of the press release is attached hereto as Exhibit 99.1

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press release dated April 3, 2009.

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, hereunto duly authorized.

Digital River, Inc.

Date: April 3, 2009 By: /s/ Thomas M. Donnelly

Thomas M. Donnelly
Chief Financial Officer

EXHIBIT INDEX

Exhibit No. Description

99.1 Press release dated April 3, 2009.