

DIGITAL RIVER INC /DE  
 Form 3/A  
 November 12, 2013

**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 Cahall Theodore R Jr                    |         |          | (Month/Day/Year)                     | DIGITAL RIVER INC /DE [DRIV]                     |  |
| (Last)                                    | (First) | (Middle) | 10/28/2013                           | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| C/O DIGITAL RIVER, INC.,Â 10380           |         |          |                                      | (Check all applicable)                           | 10/28/2013   |
| BREN ROAD WEST                            |         |          |                                      | ____ Director                                    | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street)                                  |         |          |                                      | ____ 10% Owner                                   | __X__ Form filed by One Reporting Person                   |
| MINNETONKA,Â MNÂ 55343-9072               |         |          |                                      | __X__ Officer                                    | ____ Form filed by More than One Reporting Person          |
| (City)                                    | (State) | (Zip)    |                                      | (give title below) (specify below)               |  |
|   |         |          |                                      | EVP & COO  |  |

**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) |
|---------------------------------|---|--|---|
| Common Stock                    | 285 <sup>(1)</sup>                                    | D  | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

Shares (I)  
(Instr. 5)

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| Cahall Theodore R Jr<br>C/O DIGITAL RIVER, INC.<br>10380 BREN ROAD WEST<br>MINNETONKA, MN 55343-9072 | Â             | Â         | Â EVP & COO | Â     |

## Signatures

/s/ Eric Madson as Attorney-in-Fact for Theodore R. Cahall, Jr. pursuant to Power of Attorney previously filed.

11/12/2013

\_\_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) These shares were omitted from the reporting person's original Form 3, and also were omitted from the Form 4 filed by the reporting person after his original Form 3 was filed.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.