

DIGITAL RIVER INC /DE

Form 8-K

April 03, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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**FORM 8-K**

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**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**

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**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)

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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))

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**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.

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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, hereunto duly authorized.

**Digital River, Inc.**

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

Thomas M. Donnelly  
Chief Financial Officer

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**EXHIBIT INDEX**

**Exhibit No. Description**

99.1 Press release dated April 3, 2009.