

Edgar Filing: CMGI INC - Form 4/A

CMGI INC  
Form 4/A  
June 28, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

| F O R M 4/A |

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act 1940

(Print or Type response)

|  |         |       |   |  |  |                             |  |  |
|--|---------|-------|---|--|--|-----------------------------|--|--|
| 1. Name and Address of Reporting Person* |         |       | 2. Issuer Name and Ticker or Trading Symbol             |  |  | 6. Relationship to Issuer   |  |  |
| Compaq Computer Corporation              |         |       | CMGI, INC ("CMGI")                                      |  |  | Director                    |  |  |
| (Last)                                   | (First) | (MI)  | 3. IRS or Soc. Sec. No. of Reporting Person (Voluntary) |  |  | 4. Statement for Month/Year |  |  |
| 20555 State Highway 249                  |         |       |   |  |  | May 2001                    |  |  |
| (Street)                                 |         |       | 5. If Amendment, Date of Original (Month/Year)          |  |  | 7. Indirect (Check)         |  |  |
| Houston TX                               |         | 77070 |   |  |  | Original (Month/Year)       |  |  |
| (City)                                   | (State) | (Zip) |   |  |  | X                           |  |  |

TABLE I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     |          | 5. Amount or Number of Securities Beneficially Owned at Month End (Instr. 3 and 4) |
|---------------------------------|--------------------------------------|--------------------------------|---|-----|----------|--|
|                                 |                                      |                                | Amount  | (A) | (D)      |  |
| Common Stock                    | 05/04/01                             | S                              | 700,000   | D   | \$6.1211 |  |
| Common Stock                    | 05/07/01                             | S                              | 1,500,000   | D   | \$6.2500 |  |
| Common Stock                    | 05/08/01                             | S                              | 125,000   | D   | \$5.9100 |  |
| Common Stock (01)               | 05/22/01                             | S                              | 100,000   | D   | \$5.6000 | 41,650   |
| Common Stock (02)               |                                      |                                |   |     |          | 6  |

Reminder: Report on a separate line for each class securities owned directly or indirectly.  
\*If the form is filed by more than one reporting person, see Instruction 4(b)(v).  
\*\*The reporting person disclaims beneficial ownership of the reported securities.