Limelight Networks, Inc. Form 4 June 09, 2014

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# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

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Expires:

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Washington, D.C. 20549 Number:

January 31,

2005

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

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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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

(Print or Type Responses)

See Instruction

	Address of Report	_	2. Issuer N Symbol	Name <b>and</b> T	Ficker or Trading	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner			
(Last)	(First)	(Middle)	Limelight 3. Date of E (Month/Day	Earliest Trai	cs, Inc. [LLNW]				
	OMAN, SACHS VEST STREET		06/05-04:	00/2014		Officer (give ti	tleOth below)	ner (specify	
(Street)			4. If Amend	lment, Date	e Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month	/Day/Year)		Applicable Line) _X_ Form filed by Or	1 0		
NEW YOR	RK, NY 10282					Form filed by Mo Person	ne man One K	eporting	
(City)	(State)	(Zip)	Table 1	I - Non-De	rivative Securities Acq	uired, Disposed of,	or Beneficia	ally Owned	
1.Title of	2. Transaction I		Deemed	3.	4. Securities Acquired		6. Ownership	7. Nature	

	Tuble 1 Tion betty and becautiful required, bisposed of, of beneficiary of wheat							
2. Transaction Date	2A. Deemed	3.				6.	7. Nature of	
(Month/Day/Year)	Execution Date, if	Transacti	Transaction(A) or Disposed of			Ownership	Indirect	
	any	Code	(D)		Beneficially	Form: Direct	Beneficial	
	(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	(D) or	Ownership	
	•				Following	Indirect (I)	(Instr. 4)	
					Reported	(Instr. 4)		
				(A)	Transaction(s)	· · ·		
				or	(Instr 3 and 4)			
		Code V	Amount	(D) Pr	ice (mour o uno 1)			
							See	
06/05-04:00/2014		A	30,894 (2)	A \$	0 30,448,257	I	footnotes $\frac{(1)}{(5)} \frac{(2)}{(5)} \frac{(3)}{(5)} \frac{(4)}{(5)}$	
	(Month/Day/Year)	2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date (Month/Day/Year)  2A. Deemed 3.  Execution Date, if Transacti any Code (Month/Day/Year) (Instr. 8)  Code V	2. Transaction Date (Month/Day/Year)  2A. Deemed 3. 4. Securit Transaction(A) or Disany Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4)  Code V Amount  O6/05_04:00/2014	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction(A) or Disposed of Code (D) (Month/Day/Year)  (Instr. 8)  (Instr. 3, 4 and 5)  (A) or Code V Amount (D) Pr	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Execution Date, if any (Month/Day/Year)  2. Transaction(A) or Disposed of Securities  Code (D) Beneficially  Owned Following  Reported Transaction(s)  (Instr. 3 and 4)  Code V Amount (D) Price  3. 4. Securities Acquired Securities  Beneficially  Owned Following  Reported Transaction(s)  (Instr. 3 and 4)	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction A (Month/Day/Year)  2. Transaction A (Month/Day/Year)  3.	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: Limelight Networks, Inc. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	tionDo Se ) Ac or (C	Number Derivative ecurities acquired or Dispose D) (nstr. 3, 4 and 5)	(A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title ar Underlyin (Instr. 3 a
				Code \	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-qualified stock options (right to buy)	\$ 2.69	06/05-04:00/2014		A	3	33,559		<u>(5)</u>	06/05-04:00/2024	Commo Stock

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GLEBERMAN JOSEPH H C/O GOLDMAN, SACHS & CO. 200 WEST STREET NEW YORK, NY 10282

### **Signatures**

/s/ Kevin P. Treanor, Attorney-in-fact

06/09-04:00/2014

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
- The Reporting Person is an advisory director of Goldman, Sachs & Co. ("Goldman Sachs"). Goldman Sachs is a wholly-owned (1) subsidiary of The Goldman Sachs Group, Inc. ("GS Group"). The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, if any.
  - The 30,894 shares of common stock, par value \$0.001 per share (the "Common Stock"), were granted pursuant to Limelight Network, Inc.'s (the "Company") 2007 Equity Incentive Plan (the "Plan"), consisting of 30,894 restricted stock units granted to the Reporting Person in his capacity as a director of the Company. The grant of 30,894 restricted stock units, if eligible, shall become fully vested and
- (2) exercisable on the day prior to the Company's 2015 annual shareholder meeting (but in no event later than December 31, 2015), subject to continued board service through such date. Each restricted stock unit represents a contingent right to receive one share of the Company's Common Stock. The Reporting Person has an understanding with GS Group pursuant to which such shares are held for the benefit of GS Group.
  - GS Group may be deemed to beneficially own, in the aggregate, 174,864 shares of Common Stock that were granted pursuant to the Plan, consisting of 102,879 restricted stock units granted to the Reporting Person, and 71,985 restricted stock units granted to Peter J. Perrone,
- (3) a former managing director of Goldman Sachs, in their capacity as directors of the Company. Each restricted stock unit represents a contingent right to receive one share of the Company's Common Stock. The Reporting Person and Mr. Perrone each has an understanding with GS Group pursuant to which such shares are held for the benefit of GS Group.
- (4) Goldman Sachs beneficially owns directly and GS Group may be deemed to beneficially own indirectly 900 shares of the Company's Common Stock. Goldman Sachs and GS Group may be deemed to indirectly beneficially own, in the aggregate, 30,272,493 shares of Common Stock through certain investment partnerships of which affiliates of Goldman Sachs and GS Group are the general partner,

Reporting Owners 2

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managing general partner or managing partner (the "Funds"). Goldman Sachs also holds open short positions of 1,440 shares of Common Stock. Goldman Sachs is the investment manager of certain of the Funds. The securities reported herein as indirectly beneficially owned are beneficially owned directly by Goldman Sachs or the Funds.

The options to purchase 33,559 shares of Common Stock were granted to the Reporting Person in his capacity as a director of the Company pursuant to the Plan. The grant of 33,559 options is fully vested and exercisable on the day prior to the Company's 2015 annual shareholder meeting (but in no event later than December 31, 2015), subject to continued board service through such date. The Reporting Person has an understanding with GS Group pursuant to which he holds such options for the benefit of GS Group.

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.