## Edgar Filing: CMGI INC - Form 4

CMGI INC Form 4										
December 07, 20								0. J.D. J.		
FORM 4	<b>UNITED</b>	STATES	SECU	RITIES /	AND EX	CHANGE	COMMISSIO		PPROVAL	
<b>CONVIA</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							Number:	3235-0287		
Check this bo if no longer					Expires:	January 31, 2005				
subject to Section 16. SECURITIES Form 4 or								Estimated burden hou response	average urs per	
Form 5 obligations may continue <i>See</i> Instruction 1(b).	Section 17(	a) of the l	Public U	Jtility Ho	lding Cor		nge Act of 1934, of 1935 or Secti 940	on		
(Print or Type Resp	onses)									
1. Name and Address of Reporting Person <u>*</u> Breen Virginia G			2. Issuer Name <b>and</b> Ticker or Trading Symbol CMGI INC [CMGI]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction					eck all applicabl	e)	
C/O CMGI, INC., 1100 WINTER STREET			(Month/Day/Year) 12/05/2007			X Director Officer (giv below)		% Owner ner (specify		
	4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>						
WALTHAM, N	IA 02451						Person	wore than one R	epotting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)(A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Report of	on a separate line	e for each cl	ass of sec	urities bene	ficially own	ned directly	or indirectly.			
					inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to buy) $(1)$	\$ 13.2	12/05/2007		A		2,400		01/05/2008 <u>(2)</u>	12/05/2017	Common Stock	2,400

## **Reporting Owners**

Relationships							
Director	10% Owner	Officer	Other				
Х							
/s/ Thomas B. Rosedale (Pursuant to Power of Attorney)							
**Signature of Reporting Person							
	X ant to Pov	Director 10% Owner X ant to Power of	Director 10% Owner Officer X ant to Power of				

## **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).
- (1) Annual option automatically granted on December 5, 2007 pursuant to the CMGI, Inc. 2005 Non-Employee Director Plan.
- (2) Option vests and becomes exercisable as to 1/36th of the number of shares subject to the option on each monthly anniversary date of the date of grant provided that the optionee serves as a director on such monthly anniversary date.

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.