

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

WIDEPOINT CORP
Form SC 13G/A
November 10, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1) *

Widepoint Corporation
(Name of Issuer)

Common Stock
(Title of Class of Securities)

967590100
(CUSIP Number)

October 31, 2008
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

CUSIP: 967590100

Page 1 of 8

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Capital Group International, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE
INSTRUCTIONS)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIAALLY OWNED BY

NONE

7 SOLE DISPOSITIVE POWER

EACH
REPORTING
PERSON
WITH:

NONE

8 SHARED DISPOSITIVE POWER

NONE

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

NONE

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

HC

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

CUSIP: 967590100

Page 2 of 8

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Capital Guardian Trust Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE
INSTRUCTIONS)

(a)

3 SEC USE ONLY

(b)

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIAALLY OWNED BY

NONE

7 SOLE DISPOSITIVE POWER

EACH
REPORTING
PERSON
WITH:

NONE

8 SHARED DISPOSITIVE POWER

NONE

9 AGGREGATE AMOUNT BENEFICIAALLY OWNED BY EACH REPORTING PERSON

NONE

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

IA BK

CUSIP: 967590100

Page 3 of 8

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Capital Guardian U.S. Small Capitalization Master Fund

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE
INSTRUCTIONS)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

5 SOLE VOTING POWER

NONE

6 SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIA
L Y OWNED BY

NONE

7 SOLE DISPOSITIVE POWER

EACH
REPORTING
PERSON
WITH:

NONE

8 SHARED DISPOSITIVE POWER

NONE

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

NONE

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

00

CUSIP: 967590100

Page 4 of 8

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

Schedule 13G
Under the Securities Exchange Act of 1934

Amendment No. 1

Item 1(a) Name of Issuer:
Widepoint Corporation

Item 1(b) Address of Issuer's Principal Executive Offices:
1 Lincoln Centre
18W140 Butterfield Road, Suite 1100
Oakbrook Terrace IL 60181

Item 2(a) Name of Person(s) Filing:
Capital Group International, Inc., Capital Guardian Trust
Company and Capital Guardian U.S. Small Capitalization Master
Fund

Item 2(b) Address of Principal Business Office or, if none,
Residence:
11100 Santa Monica Blvd.
Los Angeles, CA 90025

Item 2(c) Citizenship: N/A

Item 2(d) Title of Class of Securities:
Common Stock

Item 2(e) CUSIP Number:
967590100

Item 3 If this statement is filed pursuant to sections 240.13d-1(b)
or 240.13d-2(b) or (c), check whether the person filing is a:
(b) ☒ Bank as defined in section 3(a)(6) of the Act
(15 U.S.C. 78c).
(e) ☒ An investment adviser in accordance with
section 240.13d-1(b)(1)(ii)(E).
(g) ☒ A parent holding company or control person in
accordance with section 240.13d-1(b)(1)(ii)(G).

Item 4 Ownership

Provide the following information regarding the aggregate
number and percentage of the class of securities of the issuer
identified in Item 1.

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

- (a) Amount beneficially owned:
- (b) Percent of class:
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:
- (ii) Shared power to vote or to direct the vote:
- (iii) Sole power to dispose or to direct the disposition of:
- (iv) Shared power to dispose or to direct the disposition of:

CUSIP: 967590100

Page 5 of 8

See pages 2 to 4

N/A

Item 5 Ownership of Five Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [X]

Item 6 Ownership of More than Five Percent on Behalf of Another Person: N/A

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

1. Capital Guardian Trust Company is a bank as defined in Section 3(a)(6) of the Act and an investment adviser registered under Section 203 of the Investment Adviser Act of 1940, and a wholly owned subsidiary of Capital Group International, Inc.

Item 8 Identification and Classification of Members of the Group: N/A

Item 9 Notice of Dissolution of Group: N/A

Item 10 Certification

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 10, 2008

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

Signature: ***Peter C. Kelly
Name/Title: Peter C. Kelly, Secretary
Capital Group International, Inc.

CUSIP: 967590100

Page 6 of 8

Date: November 10, 2008

Signature: *Peter C. Kelly
Name/Title: Peter C. Kelly, Senior Vice President and
Senior Counsel
Capital Guardian Trust Company

Date: November 10, 2008

Signature: *Peter C. Kelly
Name/Title: Peter C. Kelly, Senior Vice President and
Senior Counsel
Capital Guardian Trust Company, Trustee
of Capital Guardian U.S. Small
Capitalization Master Fund

***By /s/ Liliane Corzo
Liliane Corzo
Attorney-in-fact

Signed pursuant to a Power of Attorney dated October 1, 2008
included as an Exhibit to Schedule 13G filed with the
Securities and Exchange Commission by Capital Group
International, Inc. on October 24, 2008 with respect to
SanDisk Corporation.

CUSIP: 967590100

Page 7 of 8

AGREEMENT

Los Angeles, CA
November 10, 2008

Capital Group International, Inc. ("CGII"), Capital Guardian Trust Company ("CGTC") and Capital Guardian U.S. Small Capitalization Master Fund ("CGTCSCF") hereby agree to file a joint statement on Schedule 13G under the Securities Exchange Act of 1934 (the "Act") in connection with their beneficial ownership of Common Stock issued by Widepoint Corporation.

CGII, CGTC and CGTCSCF state that they are each entitled to individually use Schedule 13G pursuant to Rule 13d-1(c) of the Act.

CGII, CGTC and CGTCSCF are each responsible for the timely filing of the statement and any amendments thereto, and for the completeness and accuracy of the information concerning each of them contained therein but are not responsible for the completeness or accuracy of the information concerning the others.

CAPITAL GROUP INTERNATIONAL, INC.

BY: ***Peter C. Kelly
Peter C. Kelly, Secretary
Capital Group International,
Inc.

CAPITAL GUARDIAN TRUST COMPANY

BY: *Peter C. Kelly
Peter C. Kelly, Senior Vice
President and Senior Counsel
Capital Guardian Trust Company

CAPITAL GUARDIAN U.S. SMALL CAPITALIZATION MASTER
FUND

BY: *Peter C. Kelly
Peter C. Kelly, Senior Vice
President and Senior Counsel
Capital Guardian Trust Company,
Trustee of Capital Guardian
U.S. Small Capitalization
Master Fund

Edgar Filing: WIDEPOINT CORP - Form SC 13G/A

***B /s/ Liliane Corzo

Y

Liliane Corzo
Attorney-in-fact

Signed pursuant to a Power of Attorney dated October 1, 2008
included as an Exhibit to Schedule 13G filed with the Securities
and Exchange Commission by Capital Group International, Inc. on
October 24, 2008 with respect to SanDisk Corporation.

CUSIP: 967590100

Page 8 of 8