

Limelight Networks, Inc.
Form 3
June 08, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---------|----------|---|---|---|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GOLDMAN SACHS GROUP INC/ | | | (Month/Day/Year) | Limelight Networks, Inc. [LLNW] | |
| (Last) | (First) | (Middle) | 06/07/2007 | | |
| 85 BROAD ST.,Â | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| NEW YORK,Â NYÂ 10004 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|--|--|
| Series B Preferred Stock | 30,272,493 | I <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u> <u>(6)</u> | See footnotes (1)(2)(3)(4)(5)(6) |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GOLDMAN SACHS GROUP INC/ 85 BROAD ST. NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GOLDMAN SACHS MANAGEMENT GP GMBH MESSETURM 60308 FRANKFURT AM MAIN GERMANY, 2M 00000 | ^ | ^ X | ^ | ^ |
| GS ADVISORS V LLC 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GSCP V ADVISORS, LLC 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GSCP V OFFSHORE ADVISORS LLC 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GS CAPITAL PARTNERS V FUND LP 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GS Capital Partners V Institutional L P 85 BROAD ST NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GS CAPITAL PARTNERS V OFFSHORE FUND LP 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GS CAPITAL PARTNERS V GmbH & CO KG 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |
| GOLDMAN SACHS & CO 85 BROAD STREET NEW YORK, NY 10004 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Rita Tocco, Attorney-in-Fact for The Goldman Sachs Group, Inc.

06/07/2007

**Signature of Reporting Person

Date

06/07/2007

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/s/ Rita Tocco, Attorney-in-Fact for Goldman, Sachs Management GP GmbH

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in Fact for GS Advisors V, L.L.C.

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GSCP V Advisors, LLC

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GSCP V Offshore Advisors, LLC

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GS Capital Partners V Fund, L.P.

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GS Capital Partners V Institutional LP

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GS Capital Partners V Offshore Fund, L.P.

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in-Fact for GS Capital Partners V GmbH & Co KG

06/07/2007

__Signature of Reporting Person

Date

/s/ Rita Tocco, Attorney-in Fact for Goldman, Sachs & Co.

06/07/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman, Sachs & Co. ("Goldman Sachs"), GSCP V Advisors, L.L.C. ("GSCP Advisors"), GSCP V Offshore Advisors, L.L.C. ("GSCP Offshore Advisors"), GS Advisors V, L.L.C. ("GS Advisors"), Goldman, Sachs Management GP GmbH ("GS GmbH"), GS Capital Partners V Fund, L.P. ("GS Capital"), GS Capital Partners V Offshore Fund, L.P. ("GS Offshore"), GS Capital Partners V GmbH & CO. KG ("GS Germany"), GS Capital Partners V Institutional, L.P. ("GS Institutional" and, together with GS Capital, GS Offshore and GS Germany, the "Funds") (GS Group, Goldman Sachs, GSCP Advisors, GSCP Offshore Advisors, GS Advisors, GS GmbH and the Funds, collectively, the "Reporting Persons").

(2) Goldman Sachs and GS Group may be deemed to beneficially own indirectly, in the aggregate, 30,272,493 shares of Limelight Networks, Inc. (the "Company"), common stock, \$0.001 par value per share ("Common Stock") by reason of the Funds direct ownership of such shares. Affiliates of GS Group are the general partner, managing general partner or managing partner of the Funds. GS Group disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein. Goldman Sachs is a wholly owned subsidiary of GS Group. Goldman Sachs and GS Group each disclaims beneficial ownership of the shares of Common Stock owned by the Funds except to the extent of its pecuniary interest therein.

(3) GS Capital beneficially owns directly and its general partner, GSCP Advisors, may be deemed to beneficially own indirectly 15,940,283 shares of Common Stock.

(4) GSCP Offshore beneficially owns directly and its general partner, GSCP Offshore Advisors, may be deemed to beneficially own indirectly 8,234,087 shares of Common Stock.

(5) GS Institutional beneficially owns directly and its general partner, GS Advisors, may be deemed to beneficially own indirectly 5,466,153 shares of Common Stock.

(6)

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GS Germany beneficially owns directly and its general partner, GSCP Offshore Advisors, may be deemed to beneficially own indirectly 631,970 shares of Common Stock

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Remarks:

The Date of Event is based upon the date of effectiveness of the Issuer's Registration Statement of the Issuer's initial public offering, estimated to be on or about June 7, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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