

NOVADIGM INC
Form SC 13D/A
December 11, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13D-1(A) AND
AMENDMENTS THERETO FILED PURSUANT TO RULE 13D-2(A)**

(Amendment No. 1)

Under the Securities Exchange Act of 1934

NOVADIGM, INC.
(Name of Issuer)

Common Stock, par value \$0.001 per share
(Title of Class of Securities)

66937104
(CUSIP Number)

Charles N. Charnas
Vice President, Deputy General Counsel and Assistant Secretary
Hewlett-Packard Company
3000 Hanover Street, Mail Stop 1050
Palo Alto, California 94304
Telephone: (650) 857-1501

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

June 30, 2003
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

(Continued on following pages)
(Page 1 of 4 Pages)

CUSIP No. 66937104

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1. NAME OF REPORTING PERSONS
S.S OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Hewlett-Packard Company (94-1081436)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF GROUP (a)
(b)

3. SEC USE ONLY

| | |
|--|---|
| 4. SOURCE OF FUNDS | |
| N/A | |
| 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/> | |
| 6. CITIZENSHIP OR PLACE OF ORGANIZATION | |
| Delaware | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH | 7. SOLE VOTING POWER 1,190,000 |
| | 8. SHARED VOTING POWER 0 |
| | 9. SOLE DISPOSITIVE POWER 1,190,000 |
| | 10. SHARED DISPOSITIVE POWER 0 |
| 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,190,000 | |
| 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/> | |
| 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.1% | |
| 14. TYPE OF REPORTING PERSON CO | |
| CUSIP No. 669937104 | |
| 13D/A | |
| Page 3 of 4 Pages | |

Item 1. Security and Issuer.

This Amendment No. 1 amends and supplements the statement on Schedule 13D filed July 10, 2000. This Amendment No. 1 relates to the Common Stock, par value \$0.001 per share (the "Shares"), of Novadigm, Inc., a Delaware corporation (the "Issuer"). The Issuer's principal executive offices are located at One International Boulevard, Mahwah, New Jersey 07495.

Item 2. Identity and Background.

This statement is being filed by Hewlett-Packard Company, a Delaware corporation ("Hewlett-Packard"). The address of Hewlett-Packard's principal executive offices is 3000 Hanover Street, Palo Alto, California 94304. Hewlett-Packard is a technology solutions provider to consumers, business and institutions globally. Hewlett-Packard's offerings span IT infrastructure, personal computing and access devices, global services and imaging and printing.

Item 4. Purpose of Transaction.

