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DIGITAL IMPACT INC /DE/  
Form SC 14D9/A  
May 06, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE 14D-9

Solicitation/Recommendation Statement under Section 14(d) (4) of  
Securities Exchange Act of 1934  
(Amendment No. 4)

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DIGITAL IMPACT, INC.  
(Name of Subject Company)

DIGITAL IMPACT, INC.  
(Name of Person(s) Filing Statement)

Common Stock, Par Value \$.001 Per Share  
(Title of Class of Securities)

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25385G 10 6  
(CUSIP Number of Class of Securities)

Jerry C. Jones  
Vice President  
#1 Information Way  
P. O. Box 8180  
Little Rock, Arkansas 72203

(Name, address and telephone number of person  
authorized to receive notices and communications on  
behalf of the person(s) filing statement)

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With copies to:

John P. Fletcher, Esq.  
Goodloe M. Partee, Esq.  
Kutak Rock LLP  
425 W. Capitol Avenue  
Suite 1100  
Little Rock, Arkansas 72201  
(501) 975-3000

Check the box if the filing relates solely to preliminary communications made before the  
Purpose of Amendment

The purpose of this amendment is to amend and supplement Item 8 of the Solicitation/Recommendation Statement  
previously filed by Digital Impact, Inc. (the "Company") on April 1, 2005, as thereafter amended.

Item 8. Additional Information.

Item 8 is hereby amended and supplemented as follows:

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The Offer. The subsequent offering period expired at 5:00 p.m., New York City time, on May Offer, EquiServe Trust Company, N.A., has advised Acxiom and Offeror that, as of the expiration of an aggregate of 35,939,541 Shares were validly tendered representing approximately 91.9% of the o accepted for payment all Shares validly tendered and not properly withdrawn pursuant to the Offer will be merged with and into the Company and all remaining Shares (other than Shares held by stock their appraisal rights pursuant to the DGCL) will be converted into the right to receive \$3.50 per share. As a result of the Merger, the Shares will no longer be listed on the Nasdaq National Market and wholly owned subsidiary of Acxiom.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information contained herein is true, complete and correct.

Dated: May 6, 2005

DIGITAL IMPACT, INC.

/s/ Jerry Jones

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Jerry Jones  
Vice President