

Edgar Filing: CNET NETWORKS INC - Form SC 13G

CNET NETWORKS INC  
Form SC 13G  
July 08, 2002

SECURITIES & EXCHANGE COMMISSION  
Washington, D.C. 20549  
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SCHEDULE 13G\*  
(Rule 13d-1(c))

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO 13d-2(b)

CNET NETWORKS, INC.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

12613R104  
(CUSIP Number)

June 28, 2002  
(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule 13G is filed:

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

(Page 1 of 9 Pages)

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\*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 purposes 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).

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-----  
(1) NAMES OF REPORTING PERSONS

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I.R.S. IDENTIFICATION NO.  
OF ABOVE PERSON (ENTITIES ONLY)

Blue Ridge Limited Partnership  
13-3891223

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(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [X]

-----

(3) SEC USE ONLY

-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

-----

NUMBER OF (5) SOLE VOTING POWER -0-  
SHARES

BENEFICIALLY (6) SHARED VOTING POWER 7,826,500  
OWNED BY

EACH (7) SOLE DISPOSITIVE POWER -0-  
REPORTING

PERSON WITH (8) SHARED DISPOSITIVE POWER 7,826,500

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON 7,826,500

-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

-----

(11) PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9) 5.8%

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(12) TYPE OF REPORTING PERSON  
PN

-----

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(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO.  
OF ABOVE PERSONS (ENTITIES ONLY) JAG Holdings LLC  
13-3879585

-----

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [X]

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(3) SEC USE ONLY

-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

-----

NUMBER OF (5) SOLE VOTING POWER  
SHARES -0-

-----

BENEFICIALLY (6) SHARED VOTING POWER  
OWNED BY 7,826,500

-----

EACH (7) SOLE DISPOSITIVE POWER  
REPORTING -0-

-----

PERSON WITH (8) SHARED DISPOSITIVE POWER  
7,826,500

-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED  
BY EACH REPORTING PERSON 7,826,500

-----

(10) CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

-----

(11) PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (9) 5.8%

-----

(12) TYPE OF REPORTING PERSON 00

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(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO.  
OF ABOVE PERSONS (ENTITIES ONLY)  
John A. Griffin  
Not Applicable

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(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

-----

(3) SEC USE ONLY

-----

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

-----

NUMBER OF (5) SOLE VOTING POWER  
200,000

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|  |  |         |
|--|--|---------|
| SHARES   |  |         |
| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | (6) SHARED VOTING POWER  | -0-     |
| <hr/>  |  |         |
| EACH REPORTING PERSON WITH                       | (7) SOLE DISPOSITIVE POWER   | 200,000 |
| <hr/>  |  |         |
|  | (8) SHARED DISPOSITIVE POWER   | -0-     |
| <hr/>  |  |         |
| (9)  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         | 200,000 |
| <hr/>  |  |         |
| (10)   | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | [ ]     |
| <hr/>  |  |         |
| (11)   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                    | 0%      |
| <hr/>  |  |         |
| (12)   | TYPE OF REPORTING PERSON   | IN      |
| <hr/>  |  |         |

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Item 1(a). Name of Issuer:

The name of the issuer is CNET Networks Inc. (the "Company").

Item 1(b). Address of Issuer's Principal Executive Offices:

The Company's principal executive offices are located at 150 Chestnut Street, San Francisco, California 94111.

Item 2(a). Name of Person Filing: Blue Ridge Limited Partnership;  
JAG Holdings LLC; John A. Griffin

(b). Address of Principal Business Office or, if None, Residence:

660 Madison Avenue - 20th Floor  
New York, NY 10021

(c). Citizenship:

See Item 4 of Cover Pages.

(d). Title of Class of Securities:

Common Stock, par value \$0.01 per share (the "Common Stock").

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(e). CUSIP Number:

12613R104

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Act,
- (b)  Bank as defined in Section 3(a)(6) of the Act,
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act,
- (d)  Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e)  Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),

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- (f)  Employee Benefit Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
- (g)  Parent Holding Company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G),
- (h)  Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i)  Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership.

- (a) Amount beneficially owned: See Item 9 on Cover Pages
- (b) Percent of class: See Item 11 on Cover Pages
- (c) (i) Sole power to vote or direct the vote: See Item 5 on Cover Pages
- (ii) Shared power to vote or direct the vote: See Item 6 on Cover Pages
- (iii) Sole power to dispose or direct the disposition: See Item 7 on Cover Pages
- (iv) Shared power to dispose or direct the disposition: See Item 8 on Cover Pages

Item 5. Ownership of Five Percent or Less of a Class.

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Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

JAG Holdings LLC, the general partner of Blue Ridge Limited Partnership, has the power to direct the affairs of Blue Ridge Limited Partnership, including decisions respecting the receipt of dividends from and the proceeds from the sale of Common Stock. Mr. Griffin is the Managing Member of JAG Holdings LLC, and in that capacity directs its operations.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

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Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above 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.

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SIGNATURES

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

DATED: July 8, 2002

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BLUE RIDGE LIMITED PARTNERSHIP  
By: JAG HOLDINGS LLC, its General Partner

By: /s/Richard S. Bello

-----  
Name: Richard S. Bello  
Title: Managing Director

JAG HOLDINGS LLC

By: /s/Richard S. Bello

-----  
Name: Richard S. Bello  
Title: Managing Director

/s/ John A. Griffin

-----  
John A. Griffin

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EXHIBIT 1

JOINT ACQUISITION STATEMENT  
PURSUANT TO RULE 13D-1(k)1

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: July 8, 2002

BLUE RIDGE LIMITED PARTNERSHIP  
By: JAG HOLDINGS LLC, its General Partner

By: /s/Richard S. Bello

-----  
Name: Richard S. Bello

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Title: Managing Director

JAG HOLDINGS LLC

By: /s/Richard S. Bello

-----  
Name: Richard S. Bello  
Title: Managing Director

/s/ John A. Griffin

-----  
John A. Griffin