

DIDONATO EUGENE  
Form 4  
November 01, 2007

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DIDONATO EUGENE**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Authorize.Net Holdings, Inc.**  
**[ANET]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**150 SHAW ROAD**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/01/2007**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**VP and General Counsel**

**BROOKLINE, MA 02467**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/01/2007		D		6,875	D	\$ 0 <u>(1)</u>
Common Stock	11/01/2007		D		2,274	D	\$ 0 <u>(2)</u>

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

# Edgar Filing: DIDONATO EUGENE - Form 4

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 9	11/01/2007		D	40,000	11/22/2000 <sup>(3)</sup> 11/22/2010	Common Stock 40,000
Stock Option (right to buy)	\$ 7	11/01/2007		D	12,000	08/05/2002 <sup>(3)</sup> 08/05/2012	Common Stock 12,000
Stock Option (right to buy)	\$ 7.7	11/01/2007		D	41,000	02/09/2004 <sup>(3)</sup> 02/09/2014	Common Stock 41,000
Stock Option (right to buy)	\$ 4.67	11/01/2007		D	7,125	09/15/2004 <sup>(3)</sup> 09/15/2014	Common Stock 7,125
Stock Option (right to buy)	\$ 6.16	11/01/2007		D	32,875	01/13/2005 <sup>(3)</sup> 01/13/2015	Common Stock 32,875
Stock Option (right to buy)	\$ 13.17	11/01/2007		D	25,000	05/09/2006 <sup>(3)</sup> 05/09/2016	Common Stock 25,000
Stock Option (right to buy)	\$ 16.1	11/01/2007		D	30,000	02/27/2007 <sup>(3)</sup> 02/27/2017	Common Stock 30,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DIDONATO EUGENE  
150 SHAW ROAD  
BROOKLINE, MA 02467

VP and  
General  
Counsel

## Signatures

/s/ Eugene J.  
DiDonato

11/01/2007

    Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) Represents unvested shares accelerated and disposed of pursuant to the Agreement and Plan of Reorganization dated June 17, 2007 (the "Merger Agreement") between issuer and CyberSource Corporation in exchange for a cash payment equal to the "cash exchange ratio" as defined in the Merger Agreement (\$4.42 per share) plus an amount determined by multiplying 1.1611 by the closing price of CyberSource stock for the ten trading days immediately preceding the closing of the merger (\$16.01 per share).

(2) Represents shares disposed of pursuant to the Merger Agreement between issuer and CyberSource in exchange for shares of CyberSource common stock and cash on the closing of the merger. Each share of the issuer is being exchanged for 1.1611 shares of CyberSource common stock plus the "cash exchange ratio" as defined in the Merger Agreement (\$4.42 per share).

(3) This option was accelerated and cancelled pursuant to the Merger Agreement in exchange for a cash payment equal to the "cash exchange ratio" as defined the Merger Agreement (\$4.42 per share) plus an amount determined by multiplying 1.1611 by the difference between (a) the average closing price of CyberSource common stock for the ten trading days immediately preceding the closing of the merger (\$16.01 per share) and (b) the option exercise price.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.