

Geeknet, Inc  
Form 3  
July 17, 2015

**FORM 3**

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

OMB APPROVAL

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**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 \*

GameStop Corp.

(Last) (First) (Middle)

625 WESTPORT PARKWAY,Â

(Street)

GRAPEVINE,Â TXÂ 76051

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

07/17/2015

3. Issuer Name **and** Ticker or Trading Symbol  
Geeknet, Inc [GKNT]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

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

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

**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)

Common Stock, \$0.001 par value per share <sup>(1)</sup>  
(2) 5,924,629

I <sup>(3)</sup> See Footnote <sup>(4)</sup>

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

SEC 1473 (7-02)

**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.**

**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)  
Title

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

# Edgar Filing: Geeknet, Inc - Form 3

|                     |                    |                                  |                                  |
|---------------------|--------------------|----------------------------------|----------------------------------|
| Date<br>Exercisable | Expiration<br>Date | Amount or<br>Number of<br>Shares | or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                                                | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                               | Director      | 10% Owner | Officer | Other |
| GameStop Corp.<br>625 WESTPORT PARKWAY<br>GRAPEVINE, TX 76051                                 | ^             | ^ X       | ^       | ^     |
| Gadget Acquisition, Inc.<br>C/O GAMESTOP CORP.<br>625 WESTPORT PARKWAY<br>GRAPEVINE, TX 76051 | ^             | ^ X       | ^       | ^     |

## Signatures

/s/ Robert A. Lloyd, Executive Vice President and Chief Financial Officer, GameStop Corp. 07/17/2015

\_\_Signature of Reporting Person

Date

/s/ Robert A. Lloyd, Chief Financial Officer and Director, Gadget Acquisition, Inc. 07/17/2015

\_\_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 form is a joint filing by GameStop Corp. ("GameStop") and Gadget Acquisition, Inc., a direct wholly owned subsidiary of GameStop ("Acquisition Corp.").  
Shares of Common Stock, \$0.001 par value per share (the "Shares"), of Geeknet, Inc. ("Geeknet") acquired pursuant to the tender offer effected pursuant to the Agreement and Plan of Merger, dated June 1, 2015 (the "Merger Agreement"), by and among GameStop, Acquisition Corp. and Geeknet (such tender offer, the "Offer").
- (3) Shares were held by Acquisition Corp. As Acquisition Corp. is a direct wholly owned subsidiary of GameStop, GameStop may be deemed to have acquired indirect beneficial ownership of the Shares.
- (4) Reflects all of the outstanding shares of Geeknet not tendered in the Offer, which may be deemed to have been acquired by GameStop and Acquisition Corp. pursuant to the consummation of the transactions contemplated by the Merger Agreement.

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### Remarks:

Exhibit 99 Joint Filer Information, incorporated herein by reference.

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.