

Edgar Filing: HEADHUNTER NET INC - Form SC 13D/A

HEADHUNTER NET INC  
Form SC 13D/A  
May 03, 2001

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 7)

HeadHunter.NET, Inc.

-----  
(Name of Issuer)

Common Stock, par value \$0.01 per share

-----  
(Title of Class of Securities)

422077107

-----  
(CUSIP Number)

Barry J. Wagner, Esq.  
General Counsel  
Omnicom Group Inc.  
437 Madison Avenue, 9th Floor  
New York, New York 10022  
(212) 415-3600

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

May 2, 2001

-----  
(Date of Event which Requires Filing of this Statement)

If the reporting person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box .

(Page 1 of 4 Pages)

-----  
CUSIP NO. 008447104

SCHEDULE 13D/A

Page 2 of 4 Pages

-----  
1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Omnicom Group Inc.

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS

Edgar Filing: HEADHUNTER NET INC - Form SC 13D/A

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

|  |    |                          |           |
|--|----|--------------------------|-----------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY EACH<br>REPORTING<br>PERSON WITH | 7  | SOLE VOTING POWER        | 1,928,500 |
|  | 8  | SHARED VOTING POWER      | None      |
|  | 9  | SOLE DISPOSITIVE POWER   | 1,928,500 |
|  | 10 | SHARED DISPOSITIVE POWER | None      |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,928,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.5%

14 TYPE OF REPORTING PERSON\*

CO

SEE INSTRUCTIONS BEFORE FILLING OUT!

(Page 2 of 4 Pages)

This amendment amends and supplements the information set forth in the Statement on Schedule 13D filed on July 31, 2000 (as previously amended, the "Statement"), by Omnicom Group Inc. ("Omnicom") relating to common stock of HeadHunter.NET, Inc. ("HeadHunter") received in a business combination transaction. In addition to the Item specified below, each other item of the Schedule 13D to which the information set forth below is relevant is amended thereby.

Item 5. Interest in Securities of the Issuer.

A second closing occurred on May 2, 2001 under the stock purchase agreement, dated December 29, 2000, previously reported in the Statement. At the closing, (1) Omnicom transferred 2.0 million HeadHunter common shares to the purchaser under the stock purchase agreement for \$9.68 million, (2) Omnicom transferred 1.0 million HeadHunter common shares to a third party in lieu of the purchaser for \$4.84 million, and (3) the purchaser paid \$2.0 million to extend the termination date under the stock purchase agreement to December 31, 2001.

Following the foregoing transactions, Omnicom beneficially owned 1,928,500 HeadHunter common shares, representing 9.5% of the outstanding shares. 1,827,400 of these shares remain subject to the stock purchase agreement. The completion of the sale of these shares is subject to various conditions, and there can be no assurance that it will occur.

(Page 3 of 4 Pages)

SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct, and agrees that this Statement may be filed on behalf of the undersigned by Omnicom Group Inc.

OMNICOM GROUP INC.

By: /s/ RANDALL J. WEISENBURGER

-----  
Executive Vice President

May 3, 2001

(Page 4 of 4 Pages)