

Edgar Filing: FAIRMARKET INC - Form SC 13G

FAIRMARKET INC  
Form SC 13G  
February 14, 2001

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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SCHEDULE 13G  
(Rule 13d-102)

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)

FAIRMARKET, INC.

-----  
(Name of Issuer)

COMMON STOCK, \$.001 PAR VALUE

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

305158 10 7

-----  
(CUSIP Number)

DECEMBER 31, 2000

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(Date of Event Which Requires Filing of this Statement)

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

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

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The information required in the remainder of this cover page shall not be  
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange  
Act of 1934 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 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

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SCOTT T. RANDALL

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES

5 SOLE VOTING POWER 4,058,500
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER 0
7 SOLE DISPOSITIVE POWER 4,058,500
8 SHARED DISPOSITIVE POWER 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,058,500

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.2%

12 TYPE OF REPORTING PERSON\* IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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ITEM 1(a). NAME OF ISSUER: FAIRMARKET, INC.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 500 UNICORN PARK DRIVE, WOBURN, MASSACHUSETTS, 01801

ITEM 2(a). NAME OF PERSON FILING: SCOTT T. RANDALL

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

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C/O FAIRMARKET, INC., 500 UNICORN PARK DRIVE, WOBURN,  
MASSACHUSETTS, 01801

ITEM 2(c).

CITIZENSHIP:

UNITED STATES

ITEM 2(d).

TITLE OF CLASS OF SECURITIES:

COMMON STOCK, \$.001 PAR VALUE

ITEM 2(e).

CUSIP NUMBER:

305158 10 7

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR  
(c), CHECK WHETHER THE PERSON FILING IS A: N/A

- (a)  Broker or dealer registered under Section 15 of the Exchange Act
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act
- (d)  Investment company registered under Section 8 of the Investment Company Act
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F)
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G)
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J)

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ITEM 4. OWNERSHIP.

(a) Amount beneficially owned:

4,058,500(1)

(b) Percent of class:

14.2%(2)

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote 4,058,500(1)

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(ii) Shared power to vote or to direct the vote N/A

(iii) Sole power to dispose or to direct the disposition of 4,058,500(1)

(iv) Shared power to dispose or to direct the disposition of N/A

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

N/A

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

N/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

N/A

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

N/A

ITEM 10. CERTIFICATIONS.

N/A

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(1) Includes 3,996,000 shares of Common Stock owned as of December 31, 2000, plus options to purchase 62,500 shares of Common Stock exercisable by Mr. Randall within 60 days of December 31, 2000.

(2) Based on 28,595,364 shares of Common Stock outstanding as of September 30, 2000.

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SIGNATURE

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

February 11, 2001

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(Date)

/s/ Scott T. Randall

-----  
(Signature)

Scott T. Randall

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(Name/Title)