

VERTICALNET INC  
Form 3  
January 11, 2007

**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Cohen Jonathan Todd                     |         | (Month/Day/Year)                     | VERTICALNET INC [VERT]                             |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 12/01/2006                           |  |  |
| 400 CHESTER FIELD PARKWAY                 |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
|   |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| MALVERN,Â PAÂ 19355                       |         |                                      | (give title below)                                 | (specify below)  |
| (City)                                    | (State) | (Zip)                                | VP - Chief Accounting Officer                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> 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                    | 3,253   | D  | Â   |

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

SEC 1473 (7-02)

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**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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|                                      | Date Exercisable | Expiration Date |              | Amount or Number of Shares |         | or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|---------|----------------------------|---|
| Employee Stock Option (right to buy) | Â (1)            | 03/14/2013      | Common Stock | 2,143                      | \$ 4.48 | D                          | Â |
| Employee Stock Option (right to buy) | Â (2)            | 04/29/2013      | Common Stock | 114                        | \$ 2.24 | D                          | Â |
| Employee Stock Option (right to buy) | Â (3)            | 04/29/2013      | Common Stock | 3,572                      | \$ 5.6  | D                          | Â |
| Employee Stock Option (right to buy) | Â (4)            | 05/05/2013      | Common Stock | 507                        | \$ 3.57 | D                          | Â |
| Employee Stock Option (right to buy) | Â (5)            | 10/28/2013      | Common Stock | 805                        | \$ 3.29 | D                          | Â |
| Employee Stock Option (right to buy) | Â (6)            | 02/10/2014      | Common Stock | 717                        | \$ 8.4  | D                          | Â |
| Employee Stock Option (right to buy) | Â (7)            | 04/15/2015      | Common Stock | 1,131                      | \$ 5.53 | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| Cohen Jonathan Todd<br>400 CHESTER FIELD PARKWAY<br>MALVERN, PA 19355 | Â             | Â         | Â VP - Chief Accounting Officer | Â     |

## Signatures

Christopher G. Kuhn, power of attorney  
01/10/2007

\_\_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) 25% of the grant vested on each of September 14, 2003; March 14, 2004; September 14, 2004 and March 14, 2005.
- (2) 100% of the grant vested on April 29, 2004.
- (3) 25% of the granted vested on each of October 29, 2003; April 29, 2004; October 29, 2004; and April 29, 2005.
- (4) 100% of the grant vested on May 5, 2004.
- (5) 100% of the grant vested on October 28, 2004.
- (6) 100% of the grant vested on February 10, 2005.
- (7) 25% of the grant vested on April 15, 2005; 2.083% of the grant vested on the fifteenth day of each month thereafter, and will continue to vest on the fifteenth day of each month until and including April 15, 2008.

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

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