

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>GOLDMAN SACHS GROUP INC</u>  (Last) (First) (Middle) <u>200 WEST STREET</u>  (Street) <u>NEW YORK NY 10282</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Limelight Networks, Inc. [ LLNW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/05/2017</u>	
		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 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	12/05/2017		s		15,000,000	D	\$4.35	15,714,190	I	See footnotes <sup>(1)(2)(3)</sup> (4)(5)(6)

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
GOLDMAN SACHS GROUP INC  
 (Last) (First) (Middle)  
200 WEST STREET  
 (Street)  
NEW YORK NY 10282  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
GOLDMAN SACHS & CO. LLC  
 (Last) (First) (Middle)  
200 WEST STREET  
 (Street)  
NEW YORK NY 10282  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
GSCP V ADVISORS, L.L.C.  
 (Last) (First) (Middle)  
200 WEST STREET  
 (Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GSCP V OFFSHORE ADVISORS, L.L.C.](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[MBD Advisors, L.L.C.](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GS CAPITAL PARTNERS V FUND, L.P.](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GS CAPITAL PARTNERS V GMBH & CO. KG](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.](#)

(Last) (First) (Middle)

200 WEST STREET

(Street)

NEW YORK NY 10282

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>GOLDMAN, SACHS MANAGEMENT GP GMBH</u>		
(Last)	(First)	(Middle)
200 WEST STREET		
(Street)		
NEW YORK	NY	10282
(City)	(State)	(Zip)

**Explanation of Responses:**

- This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman Sachs & Co. LLC ("Goldman Sachs"), GSCP V Advisors, L.L.C. ("GSCP Advisors"), GSCP V Offshore Advisors, L.L.C. ("GSCP Offshore Advisors"), MBD Advisors, L.L.C. ("MBD Advisors"), Goldman, Sachs Management GP GmbH ("GS GmbH"), GS Capital Partners V Fund, L.P. ("GS Capital"), GS Capital Partners V Offshore Fund, L.P. ("GS Offshore"), GS Capital Partners V GmbH & Co. KG ("GS Germany"), GS Capital Partners V Institutional, L.P. ("GS Institutional" and, together with GS Capital, GS Offshore and GS Germany, the "Funds") (GS Group, Goldman Sachs, GSCP Advisors, GSCP Offshore Advisors, MBD Advisors, GS GmbH and the Funds, collectively, the "Reporting Persons").
- The selling stockholders, which consisted of GS Capital, GS Offshore, GS Germany and GS Institutional, sold 15,000,000 shares of common stock, par value \$0.001 per share (the "Common Stock"), of Limelight Networks, Inc. (the "Company") to the underwriters in a registered public offering of shares of Common Stock, pursuant to the final prospectus supplement filed by the Company and dated November 30, 2017, which offering was consummated on December 5, 2017. The sale by the selling stockholders consisted of 7,898,400 shares of Common Stock sold by GS Capital, 4,079,985 shares of Common Stock sold by GS Offshore, 313,140 shares of Common Stock sold by GS Germany and 2,708,475 shares of Common Stock sold by GS Institutional.
- GS Group may be deemed to beneficially own, in the aggregate, 317,695 shares of Common Stock that were granted pursuant to the Amended and Restated 2007 Equity Plan (the "Plan"), consisting of 142,831 restricted stock units granted to Mr. Midle, a vice president of Goldman Sachs, 102,879 restricted stock units that were granted to Joseph H. Gleberman, a former advisory director of Goldman Sachs, and 71,985 restricted stock units that were granted to Peter J. Perrone, a former managing director of Goldman Sachs, each in their capacity as directors of the Company. Each restricted stock unit represents a contingent right to receive one share of the Company's Common Stock. Mr. Midle has an understanding with GS Group pursuant to which such shares are held for the benefit of GS Group.
- GS Group and Goldman Sachs may be deemed to beneficially own indirectly, in the aggregate, 15,272,493 shares of the Company's Common Stock by reason of the direct ownership of Common Stock by the Funds. Goldman Sachs beneficially owns directly and GS Group may be deemed to beneficially own indirectly 124,002 shares of Common Stock and Goldman Sachs also had open short positions of 1,550 shares of Common Stock, reflecting changes due to exempt transactions. Affiliates of Goldman Sachs and GS Group are the general partner, managing general partner or managing partner of the Funds. Goldman Sachs is the investment manager of certain of the Funds. Goldman Sachs is a subsidiary of GS Group. GS Group and Goldman Sachs each disclaims beneficial ownership of the shares of Common Stock owned by the Funds except to the extent of its pecuniary interest therein.
- GS Capital beneficially owns directly and its general partner, GSCP Advisors, may be deemed to beneficially own indirectly 8,041,883 shares of Common Stock. GS Offshore beneficially owns directly and its general partner, GSCP Offshore Advisors, may be deemed to beneficially own indirectly 4,154,102 shares of Common Stock. GS Germany beneficially owns directly and its general partner, GS GmbH, may be deemed to beneficially own indirectly 318,830 shares of Common Stock. GS Institutional beneficially owns directly and its general partner, MBD Advisors, may be deemed to beneficially own indirectly 2,757,678 shares of Common Stock.
- The Reporting Persons disclaim beneficial ownership of the securities reported herein except to the extent of their pecuniary interest therein, if any, and this report shall not be deemed an admission that any such Reporting Person is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

**Remarks:**

<u>/s/ Yvette Kosic, Attorney-in-fact</u>	<u>12/07/2017</u>
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<u>/s/ Yvette Kosic, Attorney-in-fact</u>	<u>12/07/2017</u>

\*\* Signature of Reporting Person      Date

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

\* 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).

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

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 Number.