

BLUE NILE INC  
Form SC 13G/A  
January 06, 2009

**Table of Contents**

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*  
BLUE NILE, INC.  
(Name of Issuer)  
Common Stock, par value \$0.001 per share  
(Title of Class of Securities)  
09578R103  
(CUSIP Number)  
December 31, 2008  
(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)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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).

---

**Table of Contents**

Schedule 13G

CUSIP No. 09578R103

**1** NAME OF REPORTING PERSON:  
MARK CHRISTOPHER VADON

I.R.S. Identification Nos. of above persons (entities only):

**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 OF AMERICA

**5** SOLE VOTING POWER:

NUMBER OF 1,188,073<sup>1</sup>

SHARES BENEFICIALLY OWNED BY **6** SHARED VOTING POWER:

EACH REPORTING PERSON **7** SOLE DISPOSITIVE POWER:  
1,188,073<sup>1</sup>

WITH **8** SHARED DISPOSITIVE POWER:

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,188,073<sup>1</sup> SHARES

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

**10**

o

PERCENT OF CLASS REPRESENTED BY ONE AMOUNT IN ROW (9):

**11**

7.8%<sup>1</sup>

TYPE OF REPORTING PERSON:

**12**

IN

<sup>1</sup> Includes 679,517 shares issuable pursuant to options to purchase common stock exercisable within 60 days of December 31, 2008.

---

**TABLE OF CONTENTS**

Item 1.(a)Name of Issuer

Item 2. (a) Name of Person Filing

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a

Item 4.Ownership

Item 5. Ownership of Five Percent or Less of a Class

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Item 8. Identification and Classification of Members of the Group

Item 9. Notice of Dissolution of Group

Item 10. Certification

SIGNATURE

---

**Table of Contents**

CUSIP No. 09578R103

**Item 1.** (a) Name of Issuer  
BLUE NILE, INC.

(b) Address of Issuer's Principal Executive Offices

705 FIFTH AVENUE SOUTH

SUITE 900

SEATTLE, WA 98104

**Item 2.** (a) Name of Person Filing  
MARK CHRISTOPHER VADON

(b) Address of Principal Business Office or, if none, Residence

705 FIFTH AVENUE SOUTH

SUITE 900

SEATTLE, WA 98104

(c) Citizenship

UNITED STATES OF AMERICA

(d) Title of Class of Securities

COMMON STOCK

(e) CUSIP Number

09578R103

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

Edgar Filing: BLUE NILE INC - Form SC 13G/A

- (g) o A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
  - (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
  - (j) o Group, in accordance with §240.13d-1(b)(1)(ii)(J).
-

**Table of Contents**

**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,188,073<sup>1</sup>
- (b) Percent of class: 7.8%<sup>1</sup>
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote 1,188,073<sup>1</sup>
  - (ii) Shared power to vote or to direct the vote 0.
  - (iii) Sole power to dispose or to direct the disposition of 1,188,073<sup>1</sup>.
  - (iv) Shared power to dispose or to direct the disposition of 0.

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following “.”

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

Not applicable.

<sup>1</sup> Includes  
679,517 shares  
issuable  
pursuant to  
options to  
purchase  
common stock  
exercisable  
within 60 days  
of December 31,  
2008.



**Table of Contents**

**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.

January 5, 2009

Date

/s/ Mark Vadon

Signature

Mark Vadon  
Executive Chairman

Name/Title