

SEMLER ERIC
Form SC 13G/A
February 17, 2009

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Dolan Media Company
(Name of Issuer)
Common Stock, par value \$0.001 per share
(Title of Class of Securities)
25659P402
(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 (Act) 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).

CUSIP No. 25659P402

NAMES OF REPORTING PERSONS

1

Eric Semler

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER

5

NUMBER OF 3,005,246

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY

0

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON

3,005,246

SHARED DISPOSITIVE POWER

8

WITH:

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

3,005,246

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10.0%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

**SEE ITEM 4(b).

CUSIP No. 25659P402

NAMES OF REPORTING PERSONS

1

TCS Capital GP, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

NUMBER OF 3,005,246

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY

0

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON

3,005,246

SHARED DISPOSITIVE POWER

8

WITH:

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

3,005,246

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10.0%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

**SEE ITEM 4(b).

CUSIP No. 25659P402

NAMES OF REPORTING PERSONS

1

TCS Capital Investments, L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Cayman Islands

SOLE VOTING POWER

5

NUMBER OF 1,817,759

SHARED VOTING POWER

6

SHARES
BENEFICIALLY
OWNED BY

0

SOLE DISPOSITIVE POWER

7

EACH
REPORTING
PERSON

1,817,759

SHARED DISPOSITIVE POWER

8

WITH:

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

1,817,759

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.1%**

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

SCHEDULE 13G/A

This Amendment No. 3 (this Amendment) to Schedule 13G (the Schedule 13G), relating to shares of Common Stock, par value \$0.001 per share (the Common Stock), of Dolan Media Company, a Delaware corporation (the Issuer), is being filed on behalf of TCS Capital GP, LLC, a Delaware limited liability company (TCS GP), TCS Capital Investments, L.P., a Cayman Islands exempted limited partnership (TCS Offshore), and Eric Semler the principal of TCS GP.

This Amendment relates to shares of Common Stock of the Issuer (A) purchased by Eric Semler, and TCS GP for the accounts of (i) TCS Capital, L.P., a Delaware limited partnership (TCS Capital), (ii) TCS Capital II, L.P., a Delaware limited partnership (TCS Capital II), and (iii) TCS Offshore and (B) held by TCS Offshore. TCS Capital holds 221,790 shares of the Common Stock, TCS Capital II holds 965,697 shares of the Common Stock, and TCS Offshore holds 1,817,759 shares of the Common Stock. TCS GP acts as general partner to each of TCS Capital, TCS Capital II and TCS Offshore, and Mr. Semler, as manager of TCS GP, controls the investment decisions of TCS GP.

This Amendment is being filed to amend and restate Item 4 of the Schedule 13G as follows:

Item 4 Ownership.

- (a) TCS GP (as the general partner of TCS Offshore, TCS Capital II and TCS Capital) and Eric Semler (as the principal of TCS GP) are the beneficial owners of 3,005,246 shares of Common Stock. TCS Offshore is the beneficial owner of 1,817,759 shares of Common Stock.
 - (b) TCS GP and Eric Semler are the beneficial owners of 10.0% of the outstanding shares of Common Stock. TCS Offshore is the beneficial owner of 6.1% of the outstanding shares of Common Stock. The denominator for calculating these percentages is 29,952,921, the number of shares of Common Stock issued and outstanding as of November 7, 2008, as reported in the Issuer's Form 10-Q filed on November 12, 2008.
 - (c) As the general partner of TCS Offshore, TCS Capital II and TCS Capital, TCS GP has the sole power to vote and dispose of the 3,005,246 shares of Common Stock beneficially owned by it. As the principal of TCS GP, Eric Semler has the sole power to vote and dispose of the 3,005,246 shares of Common Stock beneficially owned by him. As the direct owner, TCS Offshore has the sole power to vote and dispose of the 1,817,759 shares of Common Stock it holds.
-

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.

Date: February 13, 2009

TCS Capital GP, LLC

By: /s/ Eric Semler
Name: Eric Semler
Title: Managing Member

TCS Capital Investments, L.P.

By: TCS Capital GP, LLC,
its general partner

By: /s/ Eric Semler
Name: Eric Semler
Title: Managing Member

/s/ Eric Semler
Eric Semler