

INKTOMI CORP  
Form 8-K  
October 31, 2001

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) October 31, 2001

**INKTOMI CORPORATION**

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(Exact name of registrant as specified in its charter)

Delaware

000-24339

94-3238130

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(State or other jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**4100 East Third Avenue, Foster City, California 94404**

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(Address of principal executive offices)

**650-653-2800**

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(Registrant's telephone number, including area code)

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Exhibit 1.1

Exhibit 99.1

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**Item 5. Other Events**

On October 30, 2001, Inktomi Corporation entered into a purchase agreement with Merrill Lynch & Co. and Thomas Weisel Partners LLC, as underwriters, in connection with an offering of 12,500,000 shares of our common stock. We also granted the underwriters an option to purchase an additional 1,875,000 shares of our common stock to cover over-allotments. A copy of the Purchase Agreement is attached hereto as Exhibit 1.1 and is incorporated herein by reference.

On October 31, 2001, we announced the pricing of the offering. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 7. Exhibits**

| <u>Exhibit No.</u>   | <u>Exhibit</u>  |
|--|---|
| 1.1  | Purchase Agreement dated October 30, 2001 between Inktomi Corporation, Merrill Lynch & Co. and Thomas Weisel Partners LLC |
| 99.1 Press Release dated October 31, 2001 of Inktomi Corporation |   |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INKTOMI CORPORATION

Dated: October 31, 2001

By: /s/ Jerry M. Kennelly  
Jerry M. Kennelly  
Executive Vice President and Chief  
Financial Officer

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**Index of Exhibits**

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