

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2002

Check here if Amendment [ ]; Amendment Number:

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This Amendment (Check only one): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

CMGI, Inc.  
100 Brickstone Square  
Andover, MA 01810

Form 13F File Number: 028-05757

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Thomas Oberdorf  
Chief Financial Officer and Treasurer  
(978) 684-3600

Signature, Place and Date of Signing:

/s/ Thomas Oberdorf  
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Andover, Massachusetts  
May 14, 2002

Report Type (Check only one):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other manager(s).)

Form 13F SUMMARY PAGE

REPORTING MANAGER: CMGI, Inc.

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 11

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Form 13F Information Table Value Total: \$ 70,459 (thousands)

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List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

None

FORM 13F INFORMATION TABLE  
REPORTING MANAGER: CMGI, Inc.

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4:	ITEM 5:	SH/ PRN	ITEM 6: INVESTMENT DISCRETION	ITEM 7: MANAGERS	ITEM 8:		
			FAIR MARKET VALUE (000)	SHARES OR PRINCIPAL AMOUNT				VOTING AUTHORITY (A) (B) (C) SOLE SHARED NONE		
CMGI, Inc.	COM	125750109	353	261,642	SH	DEFINED		261,642		
divine, inc.	COM	255404105	527	1,053,187	SH	SOLE		1,053,187		
Engage, Inc.	COM	292827102	37,158	148,630,054	SH	SOLE		148,630,054		
GLOBALMEDIA.COM	COM	37935A109	9	1,822,127	SH	DEFINED		1,822,127		
MotherNature.com, Inc.	COM	61978K105	12	1,236,674	SH	DEFINED		1,236,674		
Navisite, Inc.	COM	63935M109	20,055	69,154,391	SH	SOLE		69,154,391		
NexPrise, Inc. (2)	COM	163595101	1,312	213,315	SH	DEFINED		213,315		
PTEK Holdings, Inc.	COM	69366M104	154	37,500	SH	DEFINED		37,500		
Techlabs, Inc. (1)	COM	87833L103	38	960,307	SH	DEFINED		960,307		
Terra Networks, S.A.	COM		1,114	142,966	SH	DEFINED		142,966		
Vicinity Corporation	COM	925653107	9,736	4,636,422	SH	DEFINED		4,636,422		

1. Yesmail, Inc., a wholly owned subsidiary of CMGI, Inc., currently holds 12,500 shares of Techlabs, Inc. Pursuant to the Agreement for the Purchase and Sale of Assets, dated December 7, 1999, an additional 947,807 shares are issuable to Yesmail, Inc., but are not yet issued. The issuance of these shares is currently in dispute.

2. These figures reflect NexPrise, Inc.'s April 22, 2002 1 for 15 reverse stock split.