

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1996-12-30**
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SUBJECT COMPANY

CIDCO INC

CIK: **917639** | IRS No.: **133500734** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-44407** | Film No.: **96688342**
SIC: **3661** Telephone & telegraph apparatus

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

SCHEDULE 13D
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2 - final)*

CIDCO INCORPORATED

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

0001717681

(CUSIP Number)

Fried, Frank, Harris, Shriver & Jacobson
One New York Plaza
New York, NY 10004
Attn.: Robert C. Schwenkel
(212) 859-8000

ID Holding Partnership, L.P.
c/o Forstmann Little & Co.
767 Fifth Avenue
New York, NY 10153
Attn.: Mr. Steven B. Klinsky
(212) 355-5656

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

December 30, 1996

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box [] .

Check the following box if a fee is being paid with the statement [] .
(A fee is not required only if the reporting person: (1) has a previous

statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*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 disclosures provided in a prior cover page.

The information required on 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).

SCHEDULE 13D

CUSIP No. 0001717681

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
ID HOLDING PARTNERSHIP, L.P. (EIN# 13-3893188)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF 7 SOLE VOTING POWER
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY EACH 0

REPORTING 9 SOLE DISPOSITIVE POWER

PERSON WITH 0

10 SHARED DISPOSITIVE POWER
0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) []
EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0%

14 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

This Amendment No. 2 (final) amends and supplements the Statement on Schedule 13D, as amended (the "Schedule 13D"), relating to the Common Stock, par value \$0.01 per share (the "Common Stock"), of CIDCO Incorporated, a Delaware corporation ("CIDCO"), previously filed by ID Holding Partnership, L.P. ("Holding"). Capitalized terms used but not otherwise defined in this Amendment shall have the respective meanings given to them in the Schedule 13D.

ITEM 4. Item 4 of the Schedule 13D, "Purpose of Transaction," is hereby amended by adding the following paragraph:

Pursuant to the Redemption Agreement, the Notes were redeemed on December 30, 1996.

ITEM 5. Item 5(a) of the Schedule 13D, "Interest in Securities of the Issuer," is hereby amended by adding the following paragraph:

Pursuant to the Redemption Agreement, CIDCO redeemed the Notes on December 30, 1996 for a redemption price in cash equal to \$146,000,000 plus accrued and unpaid interest through December 30, 1996 (\$1,406,250). Therefore, Holding no longer has beneficial ownership of any shares of Common Stock of CIDCO.

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 30, 1996

ID HOLDING PARTNERSHIP, L.P.

By: FLC XXX Partnership,
its general partner

By:/s/ Steven B. Klinsky

Steven B. Klinsky,
a general partner