

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 1999

Check here if Amendment [] ; Amendment Number: _____
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: 28-_____

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:

Andrew J. Hajducky, III
Executive Vice President, Chief Financial Officer and Treasurer
(978) 684-3600

Signature, Place and Date of Signing:

/S/ ANDREW J. HAJDUCKY, III

Andover, Massachusetts
May 12, 2000

Report Type (Check only one):

- [X] 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: 3

Form 13F Information Table Entry Total: 17

Form 13F Information Table Value Total: \$ 6,986,871 (thousands)

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.

1. CMG@Ventures, Inc. File No. 28-_____
2. CMG@Ventures Capital Corp. File No. 28-_____
3. CMG@Ventures Securities Corp. File No. 28-_____

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:	ITEM 7: MANAGERS	ITEM 8:		
			FAIR MARKET VALUE (000)	SHARES OR PRINCIPAL AMOUNT		INVESTMENT DISCRETION		VOTING AUTHORITY (A) SOLE	(B) SHARED	(C) NONE
Akamai Technologies, Inc.	COM	00971T101	81,906	250,000	SH	SOLE		250,000		
Engage, Inc. (formerly Engage Technologies, Inc.)	COM	292827102	2,612,507	87,083,572	SH	SOLE		87,083,572		
Hollywood Entertainment Corporation	COM	436141105	33,755	2,327,934	SH	SOLE		2,327,934		
Informix Corporation	COM	456779107	1,343	117,396	SH	DEFINED		117,396		
Lycos, Inc.	COM	550818108	308,484	3,877,276	SH	SOLE		3,877,276		
Lycos, Inc.	COM	550818108	383,815	4,824,096	SH	DEFINED	1	4,824,096		
Lycos, Inc.	COM	550818108	399,652	5,023,156	SH	DEFINED	2	5,023,156		
Lycos, Inc.	COM	550818108	170,840	2,147,258	SH	DEFINED	3	2,147,258		
Mail.com, Inc.	COM	560311102	1,830	97,611	SH	DEFINED		97,611		
USWeb Corporation	COM	917327108	58	1,302	SH	SOLE		1,302		
USWeb Corporation	COM	917327108	783	17,622	SH	DEFINED	1	17,622		
USWeb Corporation	COM	917327108	5,727	128,865	SH	DEFINED	3	128,865		
Marketing Services Group, Inc.	COM	570907105	37,722	2,252,061	SH	SOLE		2,252,061		
NaviSite, Inc.	COM	63935M109	1,953,360	39,067,200	SH	SOLE		39,067,200		
Open Market, Inc.	COM	68370M100	5,707	126,473	SH	SOLE		126,473		
Yahoo! Inc.	COM	984332106	175,624	811,780	SH	DEFINED	1	811,780		
Yahoo! Inc.	COM	984332106	813,758	3,761,408	SH	DEFINED	3	3,761,408		

(all share amounts have been adjusted to reflect all stock splits that have occurred prior to the date of the filing of this Form 13F)