Edgar Filing: RICH DONALD L - Form 4

| Form 4 | | | | | | | | | | | |
|--|--|--|--|---|------------|-----------|------------------|---|---|---------------------|--|
| July 12, 200 | ЛЛ | | | | | | | | OMB AF | PROVAL | |
| Washington, D.C. 20549 | | | | | NGE C | OMMISSION | OMB Number: | 3235-0287 | | | |
| Check this box if no longer subject to Section 16. Form 4 or | | | | NGES IN BENEFICIAL OWNERSHI SECURITIES | | | | | Expires: Estimated a burden hour response | • | |
| Form 5 obligatic may con <i>See</i> Instr 1(b). | tinue. Section 17 | (a) of the | Public U | | ding Cor | npan | y Act of | e Act of 1934, 1935 or Sectior 0 | 1 | | |
| (Print or Type) | Responses) | | | | | | | | | | |
| RICH DONALD L Symbol | | | Symbol | r Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Check | | | | c all applicable | | | | |
| CASTELLI SUITE 100 | E, 855 JARVIS I | ORIVE, | (Month/I 07/12/2 | Day/Year) 005 | | | | _X_ Director Officer (give t below) | title $\frac{10\%}{\text{below}}$ Othe | Owner r (specify | |
| | (Street) | (Street) 4. If Amendm Filed(Month/I | | | - | l | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| MORGAN | HILL, CA 9503 | 7 | | | | | | Form filed by M Person | ore than One Rej | porting | |
| (City) | (State) | (Zip) | Tab | le I - Non-I | Derivative | Secur | rities Acqu | iired, Disposed of, | , or Beneficiall | y Owned | |
| 1.Title of Security (Instr. 3) | Security (Month/Day/Year) Execution Date, if | | | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Ownership | |
| Common | | | | Code V | | (D) | Price | (Instr. 3 and 4) | | | |
| Stock | 07/12/2005 | | | M <u>(1)</u> | 3,000 | А | \$ 1 | 0 | D | | |
| Common Stock | 07/12/2005 | | | S <u>(2)</u> | 3,000 | D | \$ 3.4475 | 0 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | 5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8 I S (|
|---|---|---|---|--|---|--|--------------------|---|--|------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Option (Right To Buy) | \$ 1 | 07/12/2005 | 07/12/2005 | M <u>(2)</u> | 3,000 | 11/10/1998 | 11/10/2005 | Common Stock | 3,000 | |

Reporting Owners

| Relationships | | | | | |
|---------------|-----------|--------------------|----------------------------|--|--|
| Director | 10% Owner | Officer | Other | | |
| Х | | | | | |
| | | | | | |
| /2005 | | | | | |
| | 21100101 | Director 10% Owner | Director 10% Owner Officer | | |

<u>**</u>Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The exercise of these options was completed in accordance with a Rule 10b5-1 Sales Plan.
- (2) The sale of these shares was completed in accordance with a Rule 10b5-1 Sales Plan.
- (3) Only 45,000 of the 46,500 shares held are pursuant to the 10b5-1 Sales Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.