DIGIMARC CORP

Form 4

August 01, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * CHAMNESS ROBERT

(First)

(Street)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

DIGIMARC CORP [DMRC]

(Month/Day/Year)

07/30/2008

3. Date of Earliest Transaction

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title _ Other (specify

below)

Chief Legal Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BEAVERTON, OR 97008

9405 SW GEMINI DRIVE

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Securi	ities Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/30/2008		M	10,000	A	\$ 9.07	72,925	D	
Common Stock	07/30/2008		M	37,406	A	\$ 5.91	110,331	D	
Common Stock	07/30/2008		M	12,965	A	\$ 8.79	123,296	D	
Common Stock	07/30/2008		M	9,089	A	\$ 8.29	132,385	D	
Common Stock	07/30/2008		M	8,911	A	\$ 8.29	141,296	D	

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Common Stock	07/30/2008	M	5,932	A	\$ 8.79	147,228	D
Common Stock	07/30/2008	M	11,103	A	\$ 8.79	158,331	D
Common Stock	07/30/2008	M	12,594	A	\$ 5.91	170,925	D
Common Stock	07/30/2008	F(1)	66,363	A	\$ 14.25	104,562	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration Date es (Month/Day/Year) d (A) osed of		7. Title and A Underlying S (Instr. 3 and	Securi
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
Incentive Stock Option (right to buy)	\$ 5.91	07/30/2008		M	37,406	(2)	01/05/2016	Common Stock	37,
Incentive Stock Option (right to buy)	\$ 5.91	07/30/2008		M	12,594	(2)	01/05/2016	Common Stock	12,
Incentive Stock Option (right to buy)	\$ 8.29	07/30/2008		M	8,911	(3)	01/02/2018	Common Stock	8,9
Non-Qualified Stock Option (right to buy)	\$ 8.29	07/30/2008		M	9,089	(3)	01/02/2018	Common Stock	9,0
Incentive Stock Option (right to buy)	\$ 8.79	07/30/2008		M	11,103	(3)	01/02/2017	Common Stock	11,
Incentive Stock Option	\$ 8.79	07/30/2008		M	5,932	(3)	01/02/2017	Common Stock	5,9

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(right	to	buy)
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Non-Qualified Stock Option (right to buy)	\$ 8.79	07/30/2008	M	12,965	<u>(3)</u>	01/02/2017	Common Stock	12,9
Non-Qualified Stock Option (right to buy)	\$ 8.79	07/30/2008	M	10,000	(3)	01/05/2015	Common Stock	10,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
CHAMNESS ROBERT							
9405 SW GEMINI DRIVE			Chief Legal Officer				

Signatures

BEAVERTON, OR 97008

Robert
Chamness

**Signature of Reporting Person

Robert

08/01/2008

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) Shares withheld by company for payment of exercise price and required tax collection
- (2) Option is exercisable in equal daily installments over 4 year period beginning on date of grant
- (3) Shares are exercisable in monthly installments

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.

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