

UTSTARCOM INC
Form 4
September 08, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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)

1. Name and Address of Reporting Person *
Green Mark

2. Issuer Name and Ticker or Trading Symbol
UTSTARCOM INC [UTSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/05/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

C/O UTSTARCOM, INC., 1275 HARBOR BAY PARKWAY

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

SVP, Human Resources

ALAMEDA, CA 95402

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount or Price (D)		
Common Stock	09/05/2008		S		300	D	\$ 3.14 109,341 ⁽¹⁾ D
Common Stock	09/08/2008		S		1,900	D	\$ 3.24 107,441 ⁽¹⁾ D
Common Stock	09/08/2008		S		300	D	\$ 3.25 107,141 D
Common Stock	09/08/2008		S		24,475	D	\$ 3.11 82,666 D
Common Stock	09/08/2008		S		15,000	D	\$ 3.13 67,666 D

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Common Stock	09/08/2008	S	8,000	D	\$ 3.15	59,666	D
Common Stock	09/08/2008	S	16,000	D	\$ 3.19	43,666	D
Common Stock	09/08/2008	S	2,600	D	\$ 3.2	41,066	D

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

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(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. Transaction Code (Instr. 8)	5. Number of 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Green Mark
C/O UTSTARCOM, INC.,
1275 HARBOR BAY PARKWAY
ALAMEDA, CA 95402

SVP, Human Resources

Signatures

By Thomas Savage, as Attorney-in-Fact on behalf of Mark Green

09/08/2008

__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) Includes shares acquired under the UTStarcom employee stock purchase plan ("ESPP"). The reporting person acquired 2,500 shares under the ESPP on 05/15/2008.

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.