

LU HONG LIANG
Form 4
September 04, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LU HONG LIANG

(Last) (First) (Middle)

1275 HARBOR BAY
PARKWAY, SUITE 100

(Street)

ALAMEDA, CA 94502

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/02/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/02/2009		M		88,061	A	\$ 0
					3,142,893 ⁽³⁾	D	
Common Stock	09/02/2009		M		176,121	A	\$ 0
					3,319,014	D	
Common Stock	09/02/2009		M		25,000	A	\$ 0
					3,344,014	D	
Common Stock	09/02/2009		M		150,000	A	\$ 0
					3,494,014	D	
Common Stock					229,000 ⁽⁴⁾	I ⁽⁴⁾	By Partnership

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Common Stock	80,775	I ⁽⁵⁾	By Trust
Common Stock	49,225	I ⁽⁶⁾	By Trust
Common Stock	5,332	I	By Daughter
Common Stock	5,332	I	By Son

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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	09/02/2009		M		88,061	<u>(2)</u>	<u>(2)</u>	Common Stock	88,061
Restricted Stock Units	<u>(1)</u>	09/02/2009		M		176,121	<u>(2)</u>	<u>(2)</u>	Common Stock	176,121
Restricted Stock Units	<u>(1)</u>	09/02/2009		M		25,000	<u>(2)</u>	<u>(2)</u>	Common Stock	25,000
Restricted Stock Units	<u>(1)</u>	09/02/2009		M		150,000	<u>(2)</u>	<u>(2)</u>	Common Stock	150,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			X	

LU HONG LIANG
1275 HARBOR BAY PARKWAY
SUITE 100
ALAMEDA, CA 94502

Signatures

/s/ Viraj Patel, as Attorney-in-Fact on behalf of Hong
Liang Lu

09/04/2009

__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) Each restricted stock unit represents a contingent right to receive one share of UTStarcom common stock.
- (2) Vesting accelerated in full effective September 2, 2009 pursuant to the change of control/involuntary termination severance agreement between reporting person and the Company.
- (3) Includes 2500 shares acquired on May 23, 2009 under the UTStarcom, Inc. employee stock purchase plan.
- (4) Shares registered in the name of the Lu Family Limited Partnership of which the reporting person is a general partner.
- (5) Shares registered in the name of the Lu Charitable Remainder Trust of which the reporting person is trustee.
- (6) Shares registered in the name of the Lu Family Trust of which the reporting person is trustee and of which the reporting person and his spouse are beneficiaries. The reporting person disclaims beneficial ownership except to the extent of his and his spouse's pecuniary interest therein.

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.