

LU HONG LIANG
Form 4
July 08, 2011

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 *
LU HONG LIANG

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)
52-2 BLDG., BDA INT'L
ENTERPRISE AVE., #2
JINGYUAN NORTH ST., DAXING
DISTRICT

3. Date of Earliest Transaction
(Month/Day/Year)
06/24/2011

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

(Street)
BEIJING, F4 100176

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

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

(City) (State) (Zip)

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	06/24/2011		J ⁽¹⁾		2,770,342	D	\$ 0 0
Common Stock	06/24/2011		J ⁽¹⁾		229,000	D	\$ 0 0
Common Stock	06/24/2011		J ⁽¹⁾		80,775	D	\$ 0 0

Lu Family Limited Partnership
Lu Charitable Remainder Trust

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Common Stock 06/24/2011 J⁽¹⁾ 49,225 D \$ 0 0 I ⁽⁴⁾ Lu Family Trust

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

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SEC 1474
(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. Amount or Number of Shares
Stock Option (right to buy)	\$ 2.17	06/24/2011		J ⁽¹⁾	46,083	⁽⁵⁾ 09/30/2020	Common Stock	46,082

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LU HONG LIANG
52-2 BLDG., BDA INT'L ENTERPRISE AVE.
#2 JINGYUAN NORTH ST., DAXING DISTRICT
BEIJING, F4 100176

X

Signatures

/s/Linda Lee, as Attorney-in-Fact on behalf of Hong Liang Lu

07/08/2011

**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) In connection with the reorganization of the corporate structure of the group of companies controlled by UTStarcom, Inc. to change its place of incorporation from Delaware to the Cayman Islands, each outstanding share of UTStarcom, Inc. common stock was converted into the right to receive the same number of ordinary shares in the capital of UTStarcom Holdings Corp., a Cayman Islands company. In

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addition, all outstanding equity awards of UTStarcom, Inc. were assumed by UTStarcom Holdings Corp. to provide for the issuance of UTStarcom Holdings Corp. ordinary shares rather than UTStarcom, Inc. common stock upon the exercise or conversion of such awards.

(2) Shares registered in the name of the Lu Family Limited Partnership of which the reporting person is a general partner.

(3) Shares registered in the name of the Lu Charitable Remainder Trust of which the reporting person is trustee.

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.

(5) 1/12th monthly with the first vesting date occurring on October 31, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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