

SIMPLETECH INC
Form 4
December 06, 2006

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 *
MOSHAYEDI MASOUD

(Last) (First) (Middle)
3001 DAIMLER STREET
(Street)

SANTA ANA, CA 92705-5812

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SIMPLETECH INC [STEC]

3. Date of Earliest Transaction
(Month/Day/Year)
12/04/2006

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)
President

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 Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Common Stock					2,000	D	(6)		
Common Stock					9,000	I	By Wife (3)		
Common Stock					1,354,346	I	By Trust (5)		
Common Stock	12/04/2006		S(4)	1,400	D	\$ 10.21	7,390,996	I	By Trust (1)
Common Stock	12/04/2006		S(4)	45,099	D	\$ 10.4	7,345,897	I	By Trust (1)

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Common Stock	12/04/2006	S ⁽⁴⁾	9,057	D	\$ 10.41	7,336,840	I	By Trust <u>(1)</u>
Common Stock	12/04/2006	S ⁽⁴⁾	5,600	D	\$ 10.42	7,331,240	I	By Trust <u>(1)</u>
Common Stock	12/04/2006	S ⁽⁴⁾	1,113	D	\$ 10.43	7,330,127	I	By Trust <u>(1)</u>
Common Stock	12/04/2006	S ⁽⁴⁾	4,431	D	\$ 10.44	7,325,696	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	29,950	D	\$ 10.4	7,295,746	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	3,950	D	\$ 10.41	7,291,796	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	300	D	\$ 10.42	7,291,496	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	100	D	\$ 10.43	7,291,396	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	400	D	\$ 10.44	7,290,996	I	By Trust <u>(1)</u>
Common Stock	12/05/2006	S ⁽⁴⁾	16,700	D	\$ 10.6	7,274,296	I	By Trust <u>(1)</u>

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Options (Right to Buy)	\$ 3.39					<u>(2)</u>	05/21/2008	Common Stock	162,335

Common
Stock)

Non-Qualified
Stock Option

(Right to Buy \$ 3.08

(2)

05/21/2013

Common
Stock

87,665

Common
Stock)

Non-Qualified
Stock Option

(Right to Buy \$ 3.84

(2)

02/23/2015

Common
Stock

100,000

Common
Stock)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOSHAYEDI MASOUD 3001 DAIMLER STREET SANTA ANA, CA 92705-5812	X	X	President	
GHADIMI PARTO 3001 DAIMLER STREET SANTA ANA, CA 92705-5812		X		
M&P REVOCABLE TRUST DTD 12-30-96 3001 DAIMLER STREET SANTA ANA, CA 92705-5812		X		

Signatures

/s/ Mike Moshayedi 12/05/2006

__Signature of Reporting Person Date

/s/ Mike Moshayedi,
Co-Trustee 12/05/2006

__Signature of Reporting Person Date

/s/ Parto Ghadimi 12/05/2006

__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) These shares are owned directly by the M. and P. Moshayedi Revocable Trust, dated 12/30/96, a ten percent owner of the issuer, and indirectly by Mike Moshayedi and Parto Ghadimi as co-trustees of this trust, each of whom may be deemed to be a ten percent owner of the issuer. Each of the co-trustees disclaim beneficial ownership of these securities except to the extent of his or her pecuniary interest therein.

(2) These options are owned directly by Mike Moshayedi and are fully vested and immediately exercisable. Parto Ghadimi disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.

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- (3) These shares are owned directly by Mike Moshayedi's spouse, Parto Ghadimi. Mike Moshayedi disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (4) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the M. and P. Moshayedi Revocable Trust, dated 12/30/96, on August 31, 2006.
These shares are owned directly by the M. and P. Moshayedi Investment Trust, dated 12/30/96, and Mike Moshayedi and Parto Ghadimi are indirect beneficiaries of this trust. Mike Moshayedi and Parto Ghadimi disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein.
- (5) These shares are owned directly by Mike Moshayedi. Parto Ghadimi disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.

Remarks:

(Form 4 #3 of 3) - This is the third of three Form 4s filed by the reporting person in connection with transactions effected on D

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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