

MARTINELLA JACQUES  
Form 4  
March 08, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
MARTINELLA JACQUES

(Last) (First) (Middle)

C/O SIGMA DESIGNS, INC., 1778  
MCCARTHY BLVD.

(Street)

MILPITAS, CA 95035

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SIGMA DESIGNS INC [SIGM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/05/2010

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)

VP of Engineering

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 or Price		
Common Stock	03/05/2010		M		3,500 A \$ 5.43	3,500	D
Common Stock	03/05/2010		M		6,500 A \$ 9.89	10,000	D
Common Stock	03/05/2010		M		22,916 A \$ 3.5	32,916	D
Common Stock	03/05/2010		S		500 D \$ 12.08	32,416	D
Common Stock	03/05/2010		S		100 D \$ 12.11	32,316	D

Edgar Filing: MARTINELLA JACQUES - Form 4

Common Stock	03/05/2010	S	2,900	D	\$ 12.1	29,416	D
Common Stock	03/05/2010	S	500	D	\$ 12.09	28,916	D
Common Stock	03/05/2010	S	400	D	\$ 12.13	28,516	D
Common Stock	03/05/2010	S	300	D	\$ 12.14	28,216	D
Common Stock	03/05/2010	S	1,300	D	\$ 12.15	26,916	D
Common Stock	03/05/2010	S	4,441	D	\$ 12.16	22,475	D
Common Stock	03/05/2010	S	9,825	D	\$ 12.18	12,650	D
Common Stock	03/05/2010	S	5,816	D	\$ 12.17	6,834	D
Common Stock	03/05/2010	S	6,834	D	\$ 12.19	0	D

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

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

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 5.43	03/05/2010		M	3,500	<u>(1)</u>	03/15/2010	Common Stock	3,500
Employee Stock	\$ 9.89	03/05/2010		M	6,500	<u>(2)</u>	<u>(3)</u>	Common Stock	6,500

Option  
(Right to  
Buy)

Employee  
Stock

Option (Right to Buy)	\$ 3.5	03/05/2010		M	22,916	(4)	05/31/2010	Common Stock	22,916
-----------------------------	--------	------------	--	---	--------	-----	------------	-----------------	--------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARTINELLA JACQUES C/O SIGMA DESIGNS, INC. 1778 MCCARTHY BLVD. MILPITAS, CA 95035			VP of Engineering	

## Signatures

/s/ Thomas Gay as attorney-in-fact for Jacques  
Martinella

03/08/2010

\_\_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) The 30,000 shares initially underlying this option began vesting on 8/9/2004 and vest as follows: (i) 20% on 8/9/2005; and (ii) the remaining 80% in equal monthly installments over the ensuing 48 months following 8/9/2005.
- (2) The 30,000 shares initially underlying this option began vesting on 10/28/2005 and vest as follows: (i) 20% on 10/28/2006; and (ii) the remaining 80% in equal monthly installments over the ensuing 48 months following 10/28/2006.
- (3) The reported option expires in accordance with the following schedule: (a) the right to buy 6,000 shares expires on 3/15/2010; and (b) the right to buy the remaining 5,000 shares expires on 3/15/2011.
- (4) The 25,000 shares initially underlying this option began vesting on 5/31/2000 and vest as follows: (i) 20% on 2/20/2001; and (ii) the remaining 80% in equal monthly installments over the ensuing 48 months following 5/31/2001.

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.