

LOWE KENNETH A
Form 4/A
March 16, 2010

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 *
LOWE KENNETH A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

03/11/2010

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

VP of Strategic Marketing

(Street)

MILPITAS, CA 95035

4. If Amendment, Date Original Filed(Month/Day/Year)
03/15/2010

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 or Price		
Common Stock	03/11/2010		M		3,334 A \$ 5.43	3,334	D
Common Stock	03/11/2010		M		5,000 A \$ 9.89	8,334	D
Common Stock	03/11/2010		M		10,000 A \$ 3.5	18,334	D
Common Stock	03/11/2010		S		45 D \$ 12.25	18,289	D
Common Stock	03/11/2010		S		1,455 D \$ 12.24	16,834	D

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Common Stock	03/11/2010	S	1,000	D	\$ 12.23	15,834	D
Common Stock	03/11/2010	S	100	D	\$ 12.22	15,734	D
Common Stock	03/11/2010	S	700	D	\$ 12.21	15,034	D
Common Stock	03/11/2010	S	34	D	\$ 12.2	15,000	D
Common Stock	03/11/2010	S	887	D	\$ 12.2	14,113	D
Common Stock	03/11/2010	S	4,113	D	\$ 12.19	10,000	D
Common Stock	03/11/2010	S	1,087	D	\$ 12.19	8,913	D
Common Stock	03/11/2010	S	600	D	\$ 12.18	8,313	D
Common Stock	03/11/2010	S	2,379	D	\$ 12.17	5,934	D
Common Stock	03/11/2010	S	1,800	D	\$ 12.16	4,134	D
Common Stock	03/11/2010	S	3,934	D	\$ 12.15	200	D
Common Stock	03/11/2010	S	200	D	\$ 12.14	0	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

									of Shares
Employee Stock Option	\$ 5.43	03/11/2010	M	3,334	(1)	03/15/2010	Common Stock	3,334	
Employee Stock Option	\$ 9.89	03/11/2010	M	5,000	(2)	(3)	Common Stock	5,000	
Employee Stock Option (Right to Buy)	\$ 3.5	03/11/2010	M	10,000	(4)	05/31/2010	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOWE KENNETH A C/O SIGMA DESIGNS, INC. 1778 MCCARTHY BLVD. MILPITAS, CA 95035			VP of Strategic Marketing	

Signatures

/s/ Thomas Gay as attorney-in-fact for Kenneth Lowe

03/16/2010

__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 25,000 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 25,000 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 5,000 shares expires on 3/15/2010; and (b) the right to buy the remaining 4,167 shares expires on 3/15/2011.
 - (4) The 80,000 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.
 - (5) This amended Form 4 is being filed for the sole purpose of correcting the detailed selling price information previously reported in this column in the reporting person's Form 4 filed on March 15, 2010. All other information

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.