ALTIGEN COMMUNICATIONS INC
Form 5
December 12, 2008

FORM 5

OMB APPROVAL	
OMB Number:	3235-0362
Expires:	January 31, 2005
Estimated average burden hours per response...	1.0

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Wanger Eric

(Last) (First) (Middle)

401 N. MICHIGAN AVE.,Â SUITE 1301

(Street)

CHICAGO,Â ILÂ 60611

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ALTIGEN COMMUNICATIONS INC [ATGN]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
02/08/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	05/20/2008	Â	P4	200	A	$ 1.66	1,177,591	I (1)	See Note 1
Common Stock	05/27/2008	Â	P4	700	A	$ 1.41	1,178,291	I (1)	See Note 1
Common Stock	05/29/2008	Â	P4	600	A	$ 1.43	1,178,891	I (1)	See Note 1
Common	05/29/2008	Â	P4	200	A	$ 1.6	1,179,091	I (1)	See Note

Stock									1
Common Stock	05/30/2008	Â	P4	24,400	A	$ 1.43	1,203,491	I (1)	See Note 1
Common Stock	05/30/2008	Â	P4	4,600	A	$ 1.39	1,208,091	I (1)	See Note 1
Common Stock	06/04/2008	Â	P4	100	A	$ 1.87	1,208,191	I (1)	See Note 1
Common Stock	06/18/2008	Â	P4	500	A	$ 1.39	1,208,691	I (1)	See Note 1
Common Stock	06/19/2008	Â	P4	300	A	$ 1.49	1,208,991	I (1)	See Note 1
Common Stock	06/20/2008	Â	P4	100	A	$ 1.88	1,209,091	I (1)	See Note 1
Common Stock	06/23/2008	Â	P4	300	A	$ 1.54	1,209,391	I (1)	See Note 1
Common Stock	06/24/2008	Â	P4	2,100	A	$ 1.34	1,211,491	I (1)	See Note 1
Common Stock	06/26/2008	Â	P4	200	A	$ 1.31	1,213,491	I (1)	See Note 1
Common Stock	06/27/2008	Â	P4	100	A	$ 1.85	1,213,591	I (1)	See Note 1
Common Stock	08/29/2008	Â	P4	5,600	A	$ 1.26	1,219,191	I (1)	See Note 1
Common Stock	08/29/2008	Â	P4	1,000	A	$ 1.33	1,220,191	I (1)	See Note 1
Common Stock	09/15/2008	Â	P4	5,800	A	$ 1.18	1,225,991	I (1)	See Note 1
Common Stock	09/16/2008	Â	P4	22,616	A	$ 1.12	1,248,607	I (1)	See Note 1
Common Stock	09/29/2008	Â	P4	1,198	A	$ 0.83	1,249,805	I (1)	See Note 1
Common Stock	09/30/2008	Â	P4	32,600	A	$ 0.99	1,282,405	I (1)	See Note 1
Common Stock	10/02/2008	Â	P4	15,400	A	$ 1.01	1,297,805	I (1)	See Note 1
Common Stock	10/30/2008	Â	P4	41,000	A	$ 0.66	1,338,805	I (1)	See Note 1
Common Stock	10/31/2008	Â	P4	80,000	A	$ 0.71	1,418,805	I (1)	See Note 1
Common Stock	11/13/2008	Â	P4	8,370	A	$ 0.78	1,427,175	I (1)	See Note 1

Common Stock	11/14/2008	Â	P4	93,100	A	$ 0.7	1,520,275	I (1)	See Note 1
Common Stock	11/17/2008	Â	P4	4,000	A	$ 0.7	1,524,275	I (1)	See Note 1
Common Stock	11/19/2008	Â	P4	91,858	A	$ 0.68	1,616,133	I (1)	See Note 1
Common Stock	11/24/2008	Â	P4	3,275	A	$ 0.69	1,619,408	I (1)	See Note 1
Common Stock	11/28/2008	Â	P4	26,364	A	$ 0.69	1,645,772	I (1)	See Note 1
Common Stock	12/01/2008	Â	P4	2,200	A	$ 0.65	1,647,972	I (1)	See Note 1

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

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SEC 2270 (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. Price of Derivative Security (Instr. 5)	9. of D Se Be O Er Is Fi (Ir
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wanger Eric 401 N. MICHIGAN AVE. SUITE 1301 CHICAGO,Â ILÂ 60611	Â X	Â X	Â	Â

Signatures

/s/ Eric D. Wanger	12/12/2008
**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) Shares held by Wanger Long Term Opportunity Fund II, LP ("WLTOF"). The Reporting Person controls WLTOF through (a) its general partner, WLTOF GP LLC, in which the Reporting Person has an interest, and (b) Wanger Investment Management, Inc., in which the Reporting Person has an interest and which provides investment management services to WLTOF. The Reporting Person disclaims beneficial ownership of such shares except to the extent of his beneficial interest in WLTOF.

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Remarks:

TheÂ ReportingÂ PersonÂ inadvertentlyÂ failedÂ toÂ timelyÂ fileÂ FormÂ 4Â inÂ connectionÂ withÂ theÂ acquisitionÂ o
Â stockÂ ofÂ theÂ IssuerÂ andÂ optionsÂ toÂ acquireÂ sharesÂ ofÂ theÂ commonÂ stockÂ ofÂ theÂ IssuerÂ duringÂ the
Â 22,Â 2007Â andÂ endingÂ onÂ DecemberÂ 9,Â 2008.Â ThisÂ FormÂ 5,Â togetherÂ withÂ theÂ otherÂ FormÂ 5Â filing
Â ofÂ theÂ dateÂ hereof,Â reportsÂ allÂ transactionsÂ byÂ theÂ ReportingÂ PersonÂ inÂ theÂ Issuer'sÂ equityÂ securities
Â includingÂ withoutÂ limitationÂ certainÂ transactionsÂ previouslyÂ reportedÂ onÂ FormÂ 4.

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