

SIMPLETECH INC
Form 4
February 07, 2007

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

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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 MEHRDAD

(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)
01/31/2007

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)
COO, CTO & Secretary

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 Ownership (Instr. 4)
Common Stock	01/31/2007		G ⁽⁴⁾	V 1,500 D \$ 0	7,873,346	I	By Trust <u>(1)</u>
Common Stock					1,070,496	I	By Trust <u>(2)</u>

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

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SEC 1474
(9-02)

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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 Common Stock)	\$ 3.39					(3) 05/21/2008		Common Stock	162,335
Non-Qualified Stock Option (Right to Buy Common Stock)	\$ 3.08					(3) 05/21/2013		Common Stock	87,665
Non-Qualified Stock Option (Right to Buy Common Stock)	\$ 3.84					(3) 02/23/2015		Common Stock	250,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOSHAYEDI MEHRDAD 3001 DAIMLER STREET SANTA ANA, CA 92705-5812	X	X	COO, CTO & Secretary	
M&S MOSHAYEDI REVOCABLE TRUST DTD 9-28-98 3001 DAIMLER STREET SANTA ANA, CA 92705-5812		X		
MOSHAYEDI SEMIFA 3001 DAIMLER STREET SANTA ANA, CA 92705-5812		X		

Signatures

/s/ Mark Moshayedi 02/01/2007

__Signature of Reporting
Person

Date

/s/ Mark Moshayedi,
Trustee 02/01/2007

__Signature of Reporting
Person

Date

/s/ Semira Moshayedi 02/01/2007

__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 S. Moshayedi Revocable Trust, dated 9/25/98, a ten percent owner of the issuer, and indirectly by Mark Moshayedi and Semira Moshayedi 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 shares are owned directly by the D. and N. Moshayedi Investment Trust, dated 9/25/98, and Mark Moshayedi is an indirect beneficiary of this trust. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(3) These options are fully vested and immediately exercisable.

(4) These shares were transferred by the M. and S. Moshayedi Revocable Trust, dated 9/25/98, as a gift without the receipt of any consideration.

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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