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WIND RIVER SYSTEMS INC

Form 3

February 09, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement WIND RIVER SYSTEMS INC [WIND] Artt Damian (Month/Day/Year) 02/01/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O 500 WIND RIVER WAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person ALAMEDA, CAÂ 94501 (give title below) (specify below) Form filed by More than One VP, WW Sales & Services Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 3,986 Common Stock 6,430 I Under 401(k) Plans Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 6. Nature of (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Indirect Beneficial (Month/Day/Year) Derivative Security or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security:

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|--------------------|-----------------|----------------------------------|----------|--|---|
| Non-Qualified Stock Option (right to buy) | 04/12/2005(1) | 04/12/2014 | Common Stock | 175,000 | \$ 12.19 | D | Â |
| Non-Qualified Stock Option (right to buy) | 10/07/2006(1) | 10/07/2012 | Common Stock | 25,000 | \$ 12.51 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/21/2006(1) | 11/21/2012 | Common Stock | 25,000 | \$ 13.33 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|
| ·Fr · G · · · · · · · · · · · · · · · · · | Director | 10% Owner | Officer | Other | | |
| Artt Damian C/O 500 WIND RIVER WAY ALAMEDA, CA 94501 | Â | Â | VP, WW Sales & Services | Â | | |

Signatures

/s/ Damian Artt 02/06/2007

**Signature of Pate Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 25% of the shares subject to the option shall vest one year from the date of grant and 1/48 of the shares subject to the option shall vest each month thereafter.

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.

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