PLANETOUT INC

Form 4 November 30, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB 3235-0287 Number:

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

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(b).

(Last)

1. Name and Address of Reporting Person \* Colonna Jerry

(First)

(Middle)

C/O PLANETOUT INC., 1355 SANSOME STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol

#### PLANETOUT INC [LGBT]

3. Date of Earliest Transaction (Month/Day/Year) 11/28/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_X\_\_ Director 10% Owner \_ Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SAN FRANCISCO, CA 94111

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	11/28/2005		S	45	D	\$ 8.75	9,447	I	See Footnote (1)
Common Stock	11/28/2005		S	45	D	\$ 8.78	9,402	I	See Footnote (1)
Common Stock	11/28/2005		S	228	D	\$ 8.8	9,174	I	See Footnote (1)
Common Stock	11/28/2005		S	90	D	\$ 8.8015	9,084	I	See Footnote

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									(1)
Con	nmon ck	11/28/2005	S	134	D	\$ 8.8033	8,950	I	See Footnote
Con	nmon ck	11/28/2005	S	134	D	\$ 8.804	8,816	I	See Footnote
Con	nmon ck	11/28/2005	S	90	D	\$ 8.807	8,726	I	See Footnote
Con	nmon ck	11/28/2005	S	45	D	\$ 8.808	8,681	I	See Footnote
Con	nmon ek	11/28/2005	S	45	D	\$ 8.812	8,636	I	See Footnote
Con	nmon ck	11/28/2005	S	90	D	\$ 8.815	8,546	I	See Footnote
Con	nmon ck	11/28/2005	S	90	D	\$ 8.823	8,456	I	See Footnote
Con	nmon ck	11/28/2005	S	90	D	\$ 8.829	8,366	I	See Footnote
Con	nmon ck	11/28/2005	S	273	D	\$ 8.85	8,093	I	See Footnote
Con	nmon ck	11/28/2005	S	90	D	\$ 8.8612	8,003	I	See Footnote (1)
Con	nmon ek	11/28/2005	S	330	D	\$ 8.75	69,491	I	See Footnote
Con	nmon ek	11/28/2005	S	330	D	\$ 8.78	69,161	I	See Footnote
Con	nmon ck	11/28/2005	S	1,681	D	\$ 8.8	67,480	I	See Footnote (2)
Con	nmon ck	11/28/2005	S	659	D	\$ 8.8015	66,821	I	See Footnote

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Common Stock	11/28/2005	S	989	D	\$ 8.8033	65,832	I	See Footnote
Common Stock	11/28/2005	S	989	D	\$ 8.804	64,843	I	See Footnote
Common Stock	11/28/2005	S	659	D	\$ 8.807	64,184	I	See Footnote
Common Stock	11/28/2005	S	330	D	\$ 8.808	63,854	I	See Footnote
Common Stock	11/28/2005	S	330	D	\$ 8.812	63,524	I	See Footnote
Common Stock	11/28/2005	S	659	D	\$ 8.815	62,865	I	See Footnote
Common Stock	11/28/2005	S	659	D	\$ 8.823	62,206	I	See Footnote
Common Stock	11/28/2005	S	659	D	\$ 8.829	61,547	I	See Footnote
Common Stock	11/28/2005	S	2,012	D	\$ 8.85	59,535	I	See Footnote
Common Stock	11/28/2005	S	659	D	\$ 8.8612	58,876	I	See Footnote

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo

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Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Expiration Title Amount Exercisable Date or

Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Colonna Jerry C/O PLANETOUT INC. 1355 SANSOME STREET SAN FRANCISCO, CA 94111	X						

## **Signatures**

/s/ Todd Huge, attorney-in-fact for Jerry Colonna 11/30/2005

\*\*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 Flatiron Associates, LLC. Mr. Colonna is a partner of Flatiron Partners and disclaims beneficial ownership of shares held by Flatiron Associates, LLC, except to the extent of his pecuniary interest therein.
- (2) Shares held by Flatiron Fund 2001 LLC. Mr. Colonna is a partner of Flatiron Partners and disclaims beneficial ownership of shares held by Flatiron Fund 2001 LLC, except to the extent of his pecuniary interest therein.

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.

Reporting Owners 4

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