

KIRK ROBERT S
Form 4
February 05, 2009

FORM 4

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

OMB APPROVAL

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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 *
KIRK ROBERT S

2. Issuer Name and Ticker or Trading Symbol
MICROTUNE INC [TUNE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2201 TENTH STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/03/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President Worldwide Sales

PLANO, TX 75074

(City) (State) (Zip)

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

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/03/2009		M ⁽¹⁾	3,689 A \$ 0	42,828	D	
Common Stock	02/03/2009		F ⁽²⁾	1,204 D \$ 1.91	41,624	D	

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

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Incentive Compensation Program vested on February 3, 2009, with the remaining amount being forfeited. Each restricted stock unit converted into one share of the Company's common stock.

- (5) As of February 5, 2009, the reporting person holds 56,000 restricted stock units, including 28,000 that were granted under the Amended and Restated Microtune, Inc. 2000 Stock Plan on May 10, 2007 and which vest over time and 28,000 that were granted under the Amended and Restated Microtune, Inc. 2000 Stock Plan on May 12, 2008 and which vest over time.

- (6) The reporting person reports that 12,311 unvested restricted stock units were forfeited back to the Company on February 3, 2009. Each restricted stock unit represented a contingent right to receive one share of the Company's common stock. After reviewing the Company's performance during fiscal 2008 and based on the Compensation Committee's recommendation, the Company's Board of Directors determined that 12,311 restricted stock unit awards would not vest under the Company's 2008 Incentive Compensation Program, and therefore these restricted stock units were thereby forfeited.

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