

SMITH MICRO SOFTWARE INC

Form 3

September 08, 2008

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 Person *

Â Elliott Robert

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/01/2008

3. Issuer Name and Ticker or Trading Symbol

SMITH MICRO SOFTWARE INC [SMSI]

4. Relationship of Reporting Person(s) to Issuer

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

51 COLUMBIA

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Marketing Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person

ALISO VIEJO,Â CAÂ 92656

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)Common Stock ⁽¹⁾

11,250

D

Â

Common Stock ⁽²⁾

30,000

D

Â

Common Stock ⁽³⁾

50,000

D

Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to buy)	Â <u>(4)</u>	07/01/2014	Common Stock	17,187	\$ 1.91	D	Â
Employee Stock Option (Right to buy)	Â <u>(5)</u>	07/27/2015	Common Stock	50,000	\$ 4.95	D	Â
Employee Stock Option (Right to buy)	Â <u>(6)</u>	02/18/2017	Common Stock	100,000	\$ 12.55	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elliott Robert 51 COLUMBIA ALISO VIEJO, CA 92656	Â	Â	Â Chief Marketing Officer	Â

Signatures

/s/ Diane Gulling, Attorney in Fact for Robert E.
Elliott

09/08/2008

 Signature of 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) Restricted Stock Grant of 30,000 shares on 04/20/2006 which vested in 24 equal monthly installments beginning 05/20/2006. Remaining 11,250 shares are fully vested.
- (2) Restricted Stock Grant of 30,000 shares on 02/16/2007 which vests in 24 equal monthly installments beginning 03/16/2007. 11,250 shares are unvested at 06/01/2008.
- (3) Restricted Stock Grant of 50,000 shares on 05/16/2008. Vests in 48 equal monthly installments beginning 06/16/2008.
- (4) 14,062 options are currently exercisable. The balance is exercisable in 2 remaining equal monthly installments.
- (5) 20,833 options are currently exercisable. The remainder become exercisable in 14 successive equal monthly installments.
- (6) 25,000 exercisable on 02/18/2008, the remaining become exercisable in 36 successive equal monthly installments.

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.