DAY SHAWN P PHD

Form 4

January 14, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

1(b).

Common

Common

Stock

Stock

01/13/2005

01/13/2005

(Print or Type Responses)

| 1. Name and Address of Reporting Person * DAY SHAWN P PHD | | | ol | d Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---|----------------|-----------------------|---|--|---|---|--|
| (Last) | (First) | Middle) 3. Dat | e of Earliest | Transaction | (Check an applicable) | | | |
| 2381 BERING DRIVE | | | h/Day/Year) 3/2005 | | Director _X_ Officer (give below) VP of Resea | | | |
| | (Street) | 4. If A | mendment, I | Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| SAN JOSE, CA 95131 | | | Month/Day/Ye | ar) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | able I - Non- | Derivative Securities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code | 4. Securities Acquired (A order Disposed of (D) (Instr. 3, 4 and 5) |) 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Code V Amount

800

800

M

 $S^{(1)}$

(A)

A

D

Price

31.0264

\$3

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Reported

67,809

67,009

Transaction(s)

(Instr. 3 and 4)

(I)

D

D

(Instr. 4)

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

8. F Der Sec (Ins

| 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. Transactic Code (Instr. 8) | Derivative | 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 |
| Employee Stock Option (Right to Buy) | \$ 3 | 01/13/2005 | | M | 800 | (2) | 09/19/2010 | Common Stock | 800 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DAY SHAWN P PHD 2381 BERING DRIVE SAN JOSE, CA 95131

VP of Research and Development

Signatures

Shawn P. Day 01/13/2005

**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) The shares were sold pursuant to a 10b5-1 Sales Plan dated November 9, 2004.
- (2) 2,500 of the shares subject to the option vested and became exercisable on 2/12/03, and 1/24th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 12th day of 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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