CHANG KUO WEI HERBERT

Form 4 March 28, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

Name and Address of Chang Kuo Wei (Herb		Name and Technolog			Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First	of Repor	Identificati ting Person ty (volunta	١,	umber	4. Statement for Month/Day/Year March 26,2003	<u>X</u> I 109	X Director 10% Owner Officer (give title below) Other (specify below)					
(Stree Sunnyvale, CA 94089					(Ch X F Per _ F	ndividual or Joint/Group Filing neck Applicable Line) Form filed by One Reporting son Form filed by More than One porting Person						
(City) (Stat	te) (Zip)		Ta	able I No	n-D	erivative	Securities Acquire		osed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	action Date	2A. Deemde Execution Date, if any (Month/Day Year)	Trans action Code // (Instr 8)	Dispose (Instr. 3,	d (A) d of (. 4 &	or (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)		` '			
Common Stock, par value \$0.002 per share	03/26/03		S	3,397	D	\$20.5		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	2,491	D	\$21.13		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	1,676	D	\$21.5		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	3,397	D	\$21.15		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	3,397	D	\$21.0		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	1,042	D	\$21.23		I	By Investar Semiconductor Development Fund, Inc.			
Common Stock, par value \$0.002 per share	03/26/03		S	3,397	D	\$21.15		I	By Investar Semiconductor Development Fund, Inc.			

03/26/03		S		499	D	\$21.34		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		3,216	D	\$21.2		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		3,124	D	\$21.3		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		2,264	D	\$21.4		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		1,177	D	\$21.23		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		1,268	D	\$21.19		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		90	D	\$21.3		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		3,170	D	\$21.1		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		11,502	D	\$21.2		I	By Investar Semiconductor Development Fund, Inc.
03/25/03		S		3,093	D	\$21.22		I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		3,532	D	\$21.3	3,096,488	I	By Investar Semiconductor Development Fund, Inc.
03/26/03		S		3,009	D	\$21.13		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		1,696	D	\$20.5		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		2,407	D	\$20.5		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		2,024	D	\$21.5		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		4,103	D	\$21.15		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		4,103	D	\$21.0		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		1,258	D	\$21.23		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		4,103	D	\$21.15		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		601	D	\$21.34		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		3,884	D	\$21.2		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		3,776	D	\$21.3		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		2,736	D	\$21.4		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		1,423	D	\$21.23		I	By Investar Burgeon Venture Capital, Inc.
03/26/03		S		110	D	\$21.3		I	By Investar Burgeon Venture Capital, Inc.
	03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03	03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03 03/26/03	03/26/03 S 03/26/03 S	03/26/03 S 03/26/03 S	03/26/03 S 3,216 03/26/03 S 3,124 03/26/03 S 2,264 03/26/03 S 1,177 03/26/03 S 1,268 03/26/03 S 90 03/26/03 S 3,170 03/26/03 S 3,093 03/26/03 S 3,093 03/26/03 S 3,093 03/26/03 S 3,099 03/26/03 S 3,009 03/26/03 S 1,696 03/26/03 S 2,407 03/26/03 S 2,024 03/26/03 S 4,103 03/26/03 S 4,103 03/26/03 S 4,103 03/26/03 S 3,884 03/26/03 S 3,776 03/26/03 S 2,736 03/26/03 S 2,736 03/26/03 S 1,423	03/26/03 S 3,216 D 03/26/03 S 3,124 D 03/26/03 S 2,264 D 03/26/03 S 1,177 D 03/26/03 S 1,268 D 03/26/03 S 3,170 D 03/26/03 S 3,170 D 03/26/03 S 3,093 D 03/26/03 S 3,093 D 03/26/03 S 3,099 D 03/26/03 S 3,099 D 03/26/03 S 3,099 D 03/26/03 S 1,696 D 03/26/03 S 2,407 D 03/26/03 S 2,024 D 03/26/03 S 4,103 D 03/26/03 S 4,103 D 03/26/03 S 4,103 D 03/26/03 S 601 D 03/26/03 <td>03/26/03 S 3,216 D \$21.2 03/26/03 S 3,216 D \$21.3 03/26/03 S 2,264 D \$21.4 03/26/03 S 1,177 D \$21.23 03/26/03 S 1,268 D \$21.19 03/26/03 S 1,268 D \$21.19 03/26/03 S 3,170 D \$21.1 03/26/03 S 3,170 D \$21.1 03/26/03 S 3,093 D \$21.2 03/26/03 S 3,099 D \$21.3 03/26/03 S 1,696 D \$20.5 03/26/03 S 2,407 D \$21.5 03/26/03 S 4,103 D <t< td=""><td>03/26/03 S 3,216 D \$21.2 03/26/03 S 3,124 D \$21.3 03/26/03 S 2,264 D \$21.4 03/26/03 S 1,177 D \$21.23 03/26/03 S 1,268 D \$21.19 03/26/03 S 1,268 D \$21.19 03/26/03 S 3,170 D \$21.3 03/26/03 S 11,502 D \$21.1 03/26/03 S 11,502 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 1,696 D \$20.5 03/26/03 S 2,407 D \$20.5 03/26/03 S 2,407 D \$21.5 03/26/03 S 4,103 D \$21.5 03/26/03 S 4,103 D</td><td>03/26/03 S 3,216 D \$21.2 I 03/26/03 S 3,124 D \$21.3 I 03/26/03 S 2,264 D \$21.4 I 03/26/03 S 1,177 D \$21.23 I 03/26/03 S 1,268 D \$21.19 I 03/26/03 S 1,1502 D \$21.1 I 03/26/03 S 11,502 D \$21.2 I 03/26/03 S 3,693 D \$21.2 I 03/26/03 S 3,532 D \$21.3 3,096,488 I 03/26/03 S 1,696 D \$20.5 I 03/26/03 S 2,2024</td></t<></td>	03/26/03 S 3,216 D \$21.2 03/26/03 S 3,216 D \$21.3 03/26/03 S 2,264 D \$21.4 03/26/03 S 1,177 D \$21.23 03/26/03 S 1,268 D \$21.19 03/26/03 S 1,268 D \$21.19 03/26/03 S 3,170 D \$21.1 03/26/03 S 3,170 D \$21.1 03/26/03 S 3,093 D \$21.2 03/26/03 S 3,099 D \$21.3 03/26/03 S 1,696 D \$20.5 03/26/03 S 2,407 D \$21.5 03/26/03 S 4,103 D <t< td=""><td>03/26/03 S 3,216 D \$21.2 03/26/03 S 3,124 D \$21.3 03/26/03 S 2,264 D \$21.4 03/26/03 S 1,177 D \$21.23 03/26/03 S 1,268 D \$21.19 03/26/03 S 1,268 D \$21.19 03/26/03 S 3,170 D \$21.3 03/26/03 S 11,502 D \$21.1 03/26/03 S 11,502 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 1,696 D \$20.5 03/26/03 S 2,407 D \$20.5 03/26/03 S 2,407 D \$21.5 03/26/03 S 4,103 D \$21.5 03/26/03 S 4,103 D</td><td>03/26/03 S 3,216 D \$21.2 I 03/26/03 S 3,124 D \$21.3 I 03/26/03 S 2,264 D \$21.4 I 03/26/03 S 1,177 D \$21.23 I 03/26/03 S 1,268 D \$21.19 I 03/26/03 S 1,1502 D \$21.1 I 03/26/03 S 11,502 D \$21.2 I 03/26/03 S 3,693 D \$21.2 I 03/26/03 S 3,532 D \$21.3 3,096,488 I 03/26/03 S 1,696 D \$20.5 I 03/26/03 S 2,2024</td></t<>	03/26/03 S 3,216 D \$21.2 03/26/03 S 3,124 D \$21.3 03/26/03 S 2,264 D \$21.4 03/26/03 S 1,177 D \$21.23 03/26/03 S 1,268 D \$21.19 03/26/03 S 1,268 D \$21.19 03/26/03 S 3,170 D \$21.3 03/26/03 S 11,502 D \$21.1 03/26/03 S 11,502 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 3,093 D \$21.2 03/26/03 S 1,696 D \$20.5 03/26/03 S 2,407 D \$20.5 03/26/03 S 2,407 D \$21.5 03/26/03 S 4,103 D \$21.5 03/26/03 S 4,103 D	03/26/03 S 3,216 D \$21.2 I 03/26/03 S 3,124 D \$21.3 I 03/26/03 S 2,264 D \$21.4 I 03/26/03 S 1,177 D \$21.23 I 03/26/03 S 1,268 D \$21.19 I 03/26/03 S 1,1502 D \$21.1 I 03/26/03 S 11,502 D \$21.2 I 03/26/03 S 3,693 D \$21.2 I 03/26/03 S 3,532 D \$21.3 3,096,488 I 03/26/03 S 1,696 D \$20.5 I 03/26/03 S 2,2024

Common Stock, par value \$0.002 per share	03/26/03	S	1,532	D	\$21.19		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/26/03	S	3,830	D	\$21.1		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/26/03	S	13,898	D	\$21.2		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/26/03	S	3,739	D	\$21.22		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/26/03	S	4,268	D	\$21.3	584,700	I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share						210,000	I	By Investar Dayspring Venture Capital, Inc.
Common Stock, par value \$0.002 per share						50,796	I	By Investar Capital, Inc.
Common Stock, par value \$0.002 per share						50,000	I	By Investar Excelsus Venture Capital (Int'l.) Inc.
Common Stock, par value \$0.002 per share						184,616	I	By Forefront Venture Partners, L.P.
Common Stock, par value \$0.002 per share						181,000	D	

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(org.) pass, carry, variance, options, convertible securities,														
1. Title of	2. Conver-	3.	3A.	4.	5.		6. Date Exerc	isable	7. Title an	ıd	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Nun	nber	and Expiratio	n	Amount o	f	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date		Underlying		Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Deri	ivati	(MeIonth/Day/		Securities		(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Secu	ariti	Y ear)		(Instr. 3 &	: 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acq	uire	d					Following	ative	
		-		8)	(A)	or						Reported	Security:	
		Year)	Year)		Disp	ose	d					Transaction(s)	Direct	
					of (I	D)						(Instr. 4)	(D)	
												,	or	
					(Inst	tr.							Indirect	
					3, 4	&							(I)	
					5)								(Instr. 4)	
				Code V	(A)	(D)	Date	Expira-	Title	Amount				
					(1 1)			tion		or				
								Date		Number				
										of				
										Shares				
Stock	\$15.00						(1)	06/26/10	Common			30,000	D	
Option	7-2100						_		Stock	,				
(Right to									Stock					
Buy)														
Stock	\$20.58				1		(2)	06/26/11	Common	6,000		6,000	D	
Option	Ψ=0.00						_		Stock	0,000		3,000		
(Right to									COCK					
Buy)														
Duj)			1				<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u>I</u>	<u> </u>	I

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Stock	\$21.59			(3)	06/21/12	Common	6,000	6,000	D	
Option						Stock				
(Right to										
Buy)										

Explanation of Responses:

- (1) Of such 30,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 20% on 06/26/01 and 500 shares per month from 07/26/01 through 06/26/05. Reflects non-discretionary grants under 1997 Directors Plan.
- (2) Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/05 through 06/21/06. Reflects non-dsicretionary grants under 1997 Directors Plan.
- (3) Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/06 through 06/21/07. Reflects non-discretionary grants under 1997 Directors Plan.

By: /s/ Kuo Wei (Herbert) Chang

March 28, 2003

Date

**Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).