#### **BRUSCHA BERNHARD**

Form 4

March 16, 2009

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or Form 5

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person \* **BRUSCHA BERNHARD** 

(First)

(State)

03/12/2009

03/13/2009

2. Issuer Name and Ticker or Trading

Symbol

LANTRONIX INC [LTRX]

3. Date of Earliest Transaction (Month/Day/Year) 03/12/2009

Issuer

X Director

(Check all applicable)

\_ 10% Owner

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

C/O LANTRONIX, 15353 **BARRANCA PARKWAY** 

> (Street) 4. If Amendment, Date Original

(Middle)

(Zip)

Filed(Month/Day/Year)

Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Owned

Following

Reported

IRVINE,, CA 92618

(City)

| (City)     | (State) (           | Zip) Table         | e I - Non-D | erivative Securities Acq | uired, Disposed of | , or Beneficial | ly Owned     |
|------------|---------------------|--------------------|-------------|--------------------------|--------------------|-----------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed         | 3.          | 4. Securities Acquired   | 5. Amount of       | 6. Ownership    | 7. Nature of |
| Security   | (Month/Day/Year)    | Execution Date, if | Transactio  | n(A) or Disposed of (D)  | Securities         | Form: Direct    | Indirect     |
| (Instr. 3) |                     | any                | Code        | (Instr. 3, 4 and 5)      | Beneficially       | (D) or          | Beneficial   |

(Instr. 8)

(Instr. 3) any (Month/Day/Year)

or (D) Price Code V Amount P

(A)

11,000

82.796 A

(Instr. 3 and 4) 23,392,510

23,475,306

Transaction(s)

Indirect (I)

(Instr. 4)

See Note (1)

See Note

Ownership

(Instr. 4)

Common Stock

Stock

Common

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

P

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**SEC 1474** (9-02)

(1)

### Edgar Filing: BRUSCHA BERNHARD - Form 4

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

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.<br>T    | 5.         | 6. Date Exerc |            | 7. Title |          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate        | Amou     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)      | Under    | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securi   | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |            | (Instr.  | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |            |          |          |             | Follo  |
|             |             |                     |                    |            | (A) or     |               |            |          |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |            |          |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |            |          |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |            |          |          |             | `      |
|             |             |                     |                    |            | 4, and 5)  |               |            |          |          |             |        |
|             |             |                     |                    |            | .,         |               |            |          |          |             |        |
|             |             |                     |                    |            |            |               |            |          | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Evaluation |          | or       |             |        |
|             |             |                     |                    |            |            |               | Expiration | Title    | Number   |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date       |          | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |          | Shares   |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address                                                   | Relationships |           |         |       |  |  |
|----------------------------------------------------------------------------------|---------------|-----------|---------|-------|--|--|
|                                                                                  | Director      | 10% Owner | Officer | Other |  |  |
| BRUSCHA BERNHARD<br>C/O LANTRONIX<br>15353 BARRANCA PARKWAY<br>IRVINE,, CA 92618 | X             | X         |         |       |  |  |

# **Signatures**

/s/ Ronald Irick, Attorney-in-fact for Bernhard Bruscha

03/16/2009

\*\*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 are held by TL Investment GmbH of which Reporting Person is sole owner.

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 2