

XTENT INC

Form 4

April 02, 2008

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Casciaro Gregory D

(Last) (First) (Middle)

125 CONSTITUTION DRIVE

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
XTENT INC [XTNT]

3. Date of Earliest Transaction
(Month/Day/Year)
03/31/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/01/2008 ⁽¹⁾		S	802 D	\$ 5.05 629,898	D	
Common Stock	04/01/2008 ⁽¹⁾		S	1,198 D	\$ 5 628,700	D	
Common Stock					1,700	I	By Daughter ⁽²⁾
Common Stock					1,700	I	By Son ⁽³⁾
Common Stock					1,700	I	By Daughter

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

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(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Se (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 5	03/31/2008		A		20,308		05/01/2008 ⁽⁵⁾	03/31/2018	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5	03/31/2008		A		40,610		05/01/2008 ⁽⁵⁾	03/31/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Casciaro Gregory D 125 CONSTITUTION DRIVE MENLO PARK, CA 94025	X President and CEO

Signatures

/s/ Gregory D.
Casciaro

04/02/2008

**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) Sale pursuant to rule 10b5-1(c) under the Securities and Exchange Act of 1934, as amended

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- Shares held by Mr. Casciaro's adult daughter who shares his household. Mr. Casciaro disclaims beneficial ownership of the shares held by
- (2) his adult daughter, and this report should not be deemed an admission that he is the beneficial owner of his adult daughter's shares for purposes of Section 16 or for any other purposes
 - (3) Shares held by Mr. Casciaro's minor son under the California Uniform Transfer to Minors Act (UTMA) pursuant to an arrangement by which Mr. Casciaro acts as custodian for his minor son.
 - (4) Shares held by Mr. Casciaro's minor daughter under the UTMA pursuant to an arrangement by which Mr. Casciaro acts as custodian for his minor daughter.
 - (5) All shares subject to the option will vest over a 48 month period, such that 1/48th of the total shares subject to the option grant will vest on the first day of each month commencing May 1, 2008.

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

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