Edgar Filing: FINGER MARK - Form 4

FINGER M Form 4										
February 27	ЛЛ	STATES SEC	UDITIES	AND FY	СН	ANCE CO	MMISSION	OMB AF	PROVAL	
			S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst 1(b).	nger to 16. or Filed put ons ntinue.	MENT OF CHA rsuant to Section (a) of the Public							January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type	Responses)									
FINGER MARK Sy			2. Issuer Name and Ticker or Trading Symbol NATIONAL INSTRUMENTS CORP /DE/ [NATI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O NATI INSTRUM BLDG B		(Mont 02/01	e of Earliest ' h/Day/Year) 1/2007	Transactior	1		Director _X Officer (give below) Vio		Owner er (specify	
AUSTIN	(Street) 4. If Amo Filed(Mo AUSTIN, TX 78759				al	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip) T					Person			
	、	- 1				-	ired, Disposed of,		•	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code r) (Instr. 8)	iomr Dispo (Instr. 3,	sed of 4 and (A) or	(D)	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	02/01/2007		М	321 <u>(1)</u>	А	\$ 24.4885	18,129	D		
Common Stock	02/26/2007		М	9,862	A	\$ 15.3055	27,991	D		
Common Stock	02/26/2007		S	300	D	\$ 27.46	27,691	D		
Common Stock	02/26/2007		S	1,100	D	\$ 27.45	26,591	D		
	02/26/2007		S	300	D	\$ 27.44	26,291	D		

Common Stock							
Common Stock	02/26/2007	S	900	D	\$ 27.43	25,391	D
Common Stock	02/26/2007	S	791	D	\$ 27.42	24,600	D
Common Stock	02/26/2007	S	2,429	D	\$ 27.41	22,171	D
Common Stock	02/26/2007	S	200	D	\$ 27.4	21,971	D
Common Stock	02/26/2007	S	1,200	D	\$ 27.39	20,771	D
Common Stock	02/26/2007	S	2,000	D	\$ 27.38	18,771	D
Common Stock	02/26/2007	S	642	D	\$ 27.36	18,129	D

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 required to respond unless the form displays a currently valid OMB control number.

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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. Transactic Code (Instr. 8)	5. Number on f 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 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)	\$ 15.3055	02/26/2007		М	7,612	(2)	03/19/2008	Common Stock	7,612
Employee Stock Option	\$ 15.3055	02/26/2007		М	2,250	<u>(3)</u>	03/19/2008	Common Stock	2,250

(right to buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

FINGER MARK C/O NATIONAL INSTRUMENTS 11500 MOPAC BLDG B AUSTIN, TX 78759

Vice President

Signatures

David G. Hugley as attorney-in-fact for Mark Finger 02/27/2007

**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) Acquisition of stock under Issuer's employee stock purchase plan.
- (2) Options vest and become exercisable based on time and performance milestones set by the Issuer.
- (3) Options vest and become exercisable ratably over a 60-month period from the date of the grant.

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.