

PLANETOUT INC
Form 4
December 09, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
King Robert W

(Last) (First) (Middle)

C/O PLANETOUT INC., 1355
SANSOME STREET

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PLANETOUT INC [LGBT]

3. Date of Earliest Transaction
(Month/Day/Year)
03/31/2005

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)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/31/2005		X	63,267 A \$ 4.07	872,649	I	See Footnote (1)
Common Stock	12/07/2005		S	300 D \$ 8.01	872,349	I	See Footnote (1)
Common Stock	12/07/2005		S	100 D \$ 8.05	872,249	I	See Footnote (1)
Common Stock	12/07/2005		S	100 D \$ 8.06	872,149	I	See Footnote

Edgar Filing: PLANETOUT INC - Form 4

Common Stock	12/07/2005	S	500	D	\$ 8.12	871,649	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	200	D	\$ 8.13	871,449	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	500	D	\$ 8.1301	870,949	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	500	D	\$ 8.131	870,449	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	1,500	D	\$ 8.14	868,949	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	400	D	\$ 8.1401	868,549	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	700	D	\$ 8.15	867,849	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	1,000	D	\$ 8.1601	866,849	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	100	D	\$ 8.17	866,749	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	200	D	\$ 8.18	866,549	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	700	D	\$ 8.19	865,849	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	200	D	\$ 8.1901	865,649	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	500	D	\$ 8.2	865,149	I	<u>(1)</u> See Footnote
Common Stock	12/07/2005	S	1,000	D	\$ 8.2001	864,149	I	<u>(1)</u> See Footnote

Edgar Filing: PLANETOUT INC - Form 4

Common Stock	12/07/2005		S	300	D	\$ 8.22	863,849	I	See Footnote (1)
Common Stock	12/07/2005		S	600	D	\$ 8.23	863,249	I	See Footnote (1)
Common Stock	12/07/2005		S	975	D	\$ 8.25	862,274	I	See Footnote (1)
Common Stock	12/07/2005		S	325	D	\$ 8.26	861,949	I	See Footnote (1)
Common Stock	12/07/2005		S	70	D	\$ 8.27	861,879	I	See Footnote (1)
Common Stock	12/07/2005		S	830	D	\$ 8.28	861,049	I	See Footnote (1)
Common Stock	12/07/2005		S	100	D	\$ 8.2801	860,949	I	See Footnote (1)
Common Stock	12/07/2005		S	300	D	\$ 8.29	860,649	I	See Footnote (1)
Common Stock	12/07/2005		S	1,500	D	\$ 8.291	859,149	I	See Footnote (1)
Common Stock	12/07/2005		S	600	D	\$ 8.3001	858,549	I	See Footnote (1)
Common Stock	12/07/2005		S	400	D	\$ 8.301	858,149	I	See Footnote (1)

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.

SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. De
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	------------------------------------	--	---	-------

Edgar Filing: PLANETOUT INC - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant (Right to buy Common Stock)	\$ 4.07	03/31/2005	X	63,267					05/01/2001	(2)	Common Stock	63,267

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
King Robert W C/O PLANETOUT INC. 1355 SANSOME STREET SAN FRANCISCO, CA 94111		X		

Signatures

/s/ Todd Huge, attorney-in-fact for Robert W. King	12/09/2005
**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) 827,195 shares are held by Petunia Resources, Ltd. and the remainder by Peter A. Allard. Mr. King is an advisor to both Petunia Resources, Ltd. and Mr. Allard and is Mr. Allard's nephew. Mr. King disclaims beneficial ownership of the shares held by Petunia Resources, Ltd. and its affiliates, except to the extent of his pecuniary interests.
 - (2) The warrant was scheduled to expire on the 179th day following the closing of the Issuer's initial public offering.

The warrant and the shares underlying the warrant were held by Petunia Resources, Ltd. Mr. King is an advisor to Petunia Resources, Ltd.
 - (3) and the nephew of Peter Allard, a principal of Petunia Resources, Ltd. Mr. King disclaims beneficial ownership of the securities held by Petunia Resources, Ltd. and its affiliates, except to the extent of his pecuniary interests.

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.