PLANETOUT INC Form 4

December 19, 2005

## FORM 4

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

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**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 <u>\*</u> Colonna Jerry

(First)

(Middle)

C/O PLANETOUT INC., 1355 SANSOME STREET

(Street)

2. Issuer Name **and** Ticker or Trading Symbol

### PLANETOUT INC [LGBT]

3. Date of Earliest Transaction (Month/Day/Year) 12/15/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_X\_ Director \_\_\_\_\_ 10% Owner \_\_\_\_ Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person \_\_\_ Form filed by More than One Reporting

Person

SAN FRANCISCO, CA 94111

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (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	12/15/2005		S	2,964	D	\$ 8.5624	50,042	I	See Footnote (1)
Common Stock	12/15/2005		S	1,779	D	\$ 8.5997	48,263	I	See Footnote (1)
Common Stock	12/15/2005		S	1,779	D	\$ 8.6023	46,484	I	See Footnote (1)
Common Stock	12/15/2005		S	1,779	D	\$ 8.6577	44,705	I	See Footnote

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								(1)
Common Stock	12/15/2005	S	1,779	D	\$ 8.5863	42,926	I	See Footnote
Common Stock	12/15/2005	S	1,186	D	\$ 8.4	41,740	I	See Footnote
Common Stock	12/15/2005	S	1,186	D	\$ 8.3413	40,554	I	See Footnote (1)
Common Stock	12/15/2005	S	1,186	D	\$ 8.374	39,368	I	See Footnote (1)
Common Stock	12/15/2005	S	3,558	D	\$ 8.31	35,810	I	See Footnote (1)
Common Stock	12/15/2005	S	1,186	D	\$ 8.32	34,624	I	See Footnote (1)
Common Stock	12/15/2005	S	1,186	D	\$ 8.3285	33,438	I	See Footnote (1)
Common Stock	12/15/2005	S	593	D	\$ 8.3	32,845	I	See Footnote (1)
Common Stock	12/15/2005	S	592	D	\$ 8.33	32,253	I	See Footnote (1)
Common Stock	12/15/2005	S	1,186	D	\$ 8.2	31,067	I	See Footnote (1)
Common Stock	12/15/2005	S	2,964	D	\$ 8.1924	28,103	I	See Footnote
Common Stock	12/15/2005	S	1,779	D	\$ 8.1953	26,324	I	See Footnote (1)

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

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SEC 1474 (9-02)

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

## **Reporting Owners**

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

# **Signatures**

/s/ Todd Huge, attorney-in-fact for Jerry 12/19/2005 Colonna

> \*\*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).
- Shares held by Flatiron Fund 2000, LLC. Mr. Colonna is a partner of Flatiron Partners and disclaims beneficial ownership of shares held by Flatiron Fund 2000, LLC, except to the extent of his pecuniary interest therein.

#### **Remarks:**

Three of Three

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.

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