HOWARD JACK L Form 4

December 09, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HOWARD JACK L

(First) (Middle) (Last)

C/O STEEL PARTNERS II

L.P., 590 MADISON AVENUE, 32ND FLOOR

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

ADPT Corp [ADPT]

3. Date of Earliest Transaction

(Month/Day/Year) 12/07/2010

4. If Amendment, Date Original

Filed(Month/Day/Year)

X Form filed by One Reporting Person

Form filed by More than One Reporting

5. Amount of

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

NEW YORK, NY 10022

(City)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. (Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Securities Beneficially Owned Following

(A)

or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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.

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

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if TransactionNumber

5.

6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. 1 Underlying Securities

OMB APPROVAL

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

See Footnote No. 2

6. Ownership

Form: Direct

(I)

(Instr. 4)

6. Individual or Joint/Group Filing(Check

below)

10% Owner __X__ Other (specify

7. Nature of

Ownership (Instr. 4)

(9-02)

Indirect

(D) or Indirect Beneficial

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

1

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) ((Instr. 3 and 4)		Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non-Qualified Stock Option (right to buy)	\$ 2.93	12/07/2010		A	1 (2)	(3)	<u>(4)</u>	Common Stock, \$.001 Par Value	12,500	
Restricted Stock Unit (5)	\$ 0	12/07/2010		A	1 (5)	<u>(6)</u>	<u>(7)</u>	Common Stock, \$.001 Par Value	12,500	

Reporting Owners

Reporting Owner Name / Address	Relationship				
	Director	10% Owner	Officer	Other	

HOWARD JACK L C/O STEEL PARTNERS II L.P. 590 MADISON AVENUE, 32ND FLOOR NEW YORK, NY 10022

X

See Footnote No. 2

Signatures

/s/ Howard, Jack L. 12/09/2010

**Signature of Date
Reporting Person

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 Reporting Person is also a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding common stock.
- (2) Represents a Non-Qualified Stock Option under the Issuer's 2006 Director Plan covering 12,500 shares of the Issuer's common stock.
- The Option vests in four equal quarterly installments with the first vesting being March 7, 2011, such that the Option shall be fully vested on the earlier of December 7, 2011 or the date the Reporting Person ceases to be a member of the Board of Directors of the Issuer (the "Board").
- The term of the Option commences on December 7, 2010 and expires upon the earliest of (a) December 7, 2020 or (b) three (3) months after the date that the Reporting Person ceases to be a member of the Board; provided that if the Reporting Person ceases to be a member of the Board due to his death or Disability (as such term is defined in the Issuer's 2006 Director Plan), then one year after so ceasing to be a member of the Board.

Reporting Owners 2

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- (5) Represents a Restricted Stock Unit under the Issuer's 2006 Director Plan covering 12,500 shares of the Issuer's common stock.
- (6) The Unit vests on the earlier of (i) December 7, 2011 or (ii) the date the Reporting Person ceases to be a member of the Board for any reason, including as a result of his death or Disability.
- (7) The Unit expires upon the date the Unit vests and the shares of common stock are settled and issued.

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.