

SMITH MICRO SOFTWARE INC

Form 4

May 11, 2006

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Wyand William R

2. Issuer Name and Ticker or Trading  
Symbol

SMITH MICRO SOFTWARE INC  
[SMSI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

51 COLUMBIA, SUITE 200

(Street)

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

05/08/2006

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

VP - Wireless Sales

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

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

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

ALISO VIEJO, CA 92656

(City) (State) (Zip)

**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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	05/08/2006		M		1,875	A	\$ 0.906	30,000 D
Common Stock	05/08/2006		M		625	A	\$ 1.91	30,000 D
Common Stock	05/08/2006		M		17,500	A	\$ 0.24	30,000 D
Common Stock	05/09/2006		M		20,000	A	\$ 0.24	30,000 D
Common Stock	05/08/2006		S		20,000	D	\$ 13.6467	30,000 D

Edgar Filing: SMITH MICRO SOFTWARE INC - Form 4

Common Stock	05/09/2006	S	20,000	D	\$ 13.5676	30,000	D
-----------------	------------	---	--------	---	---------------	--------	---

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 (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 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)	\$ 0.906	05/08/2006		M	1,875	<u>(1)</u>	12/28/2010	Common Stock	1,875
Employee Stock Option (right to buy)	\$ 1.91	05/08/2006		M	625	<u>(2)</u>	07/01/2014	Common Stock	625
Employee Stock Option (right to buy)	\$ 0.24	05/08/2006		M	17,500	<u>(3)</u>	10/15/2012	Common Stock	17,500
Employee Stock Option (right to buy)	\$ 0.24	05/09/2006		M	20,000	<u>(3)</u>	10/15/2012	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
--------------------------------	---------------

Edgar Filing: SMITH MICRO SOFTWARE INC - Form 4

Director   10% Owner   Officer   Other

Wyand William R  
51 COLUMBIA  
SUITE 200  
ALISO VIEJO, CA 92656

VP - Wireless Sales

## Signatures

/s/ Diane Gulling, Attorney in Fact for William R.  
Wyand

05/11/2006

                     \*\*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) 25% exercisable on 12/29/2001; balance exercisable in 36 successive equal monthly installments.
- (2) 25% exercisable on 07/02/2005; balance exercisable in 36 successive equal monthly installments.
- (3) 25% exercisable on 10/16/2003; balance exercisable in 36 successive equal monthly installments.

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.