

PATEL SAMIR
Form 4
January 26, 2006

FORM 4

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

OMB APPROVAL

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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 *
PATEL SAMIR

(Last) (First) (Middle)
4440 EL CAMINO REAL
(Street)

LOS ALTOS, CA 94022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RAMBUS INC [RMBS]

3. Date of Earliest Transaction (Month/Day/Year)
01/24/2006

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)
Vice President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	01/24/2006		M		10,131	A	\$ 11.25
Common Stock	01/24/2006		S		10,131	D	\$ 34.1568
Common Stock	01/24/2006		M		3,964	A	\$ 11.25
Common Stock	01/24/2006		S		3,964	D	\$ 34.1568
Common Stock	01/24/2006		M		14,296	A	\$ 12.25

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Common Stock	01/24/2006	S	14,296	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	1,704	A	\$ 12.25	82,109	D	
Common Stock	01/24/2006	S	1,704	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	3,336	A	\$ 14.8281	83,741	D	
Common Stock	01/24/2006	S	3,336	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	3,672	A	\$ 13.75	84,077	D	
Common Stock	01/24/2006	S	3,672	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	19,000	A	\$ 13.75	99,405	D	
Common Stock	01/24/2006	S	19,000	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	12,328	A	\$ 13.75	92,733	D	
Common Stock	01/24/2006	S	12,328	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	4,000	A	\$ 13.75	84,405	D	
Common Stock	01/24/2006	S	4,000	D	\$ 34.1568	80,405	D	
Common Stock	01/24/2006	M	16,000	A	\$ 15.6719	96,405	D	
Common Stock	01/24/2006	S	16,000	D	\$ 34.1568	80,405	D	
Common Stock						4,000	I	By Sons

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

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

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option 02	\$ 11.25	01/24/2006		M	10,131	11/10/2000 ⁽¹⁾	11/10/2007	Common Stock	10,131
Employee Stock Option 03	\$ 12.25	01/24/2006		M	1,704	11/01/2001 ⁽¹⁾	09/10/2008	Common Stock	1,704
Employee Stock Option 04	\$ 14.8281	01/24/2006		M	3,336	01/01/2003 ⁽¹⁾	11/05/2008	Common Stock	3,336
Employee Stock Option 05	\$ 13.75	01/24/2006		M	3,672	02/01/2003 ⁽¹⁾	04/26/2009	Common Stock	3,672
Employee Stock Option 06	\$ 11.25	01/24/2006		M	3,964	11/10/2001 ⁽¹⁾	11/10/2007	Common Stock	3,964
Employee Stock Option 07	\$ 12.25	01/24/2006		M	14,296	11/01/2001 ⁽¹⁾	09/10/2008	Common Stock	14,296
Employee Stock Option 08	\$ 13.75	01/24/2006		M	19,000	02/01/2000 ⁽¹⁾	04/26/2009	Common Stock	19,000
Employee Stock Option 09	\$ 13.75	01/24/2006		M	12,328	08/01/2001 ⁽¹⁾	04/26/2009	Common Stock	12,328
Employee Stock Option 10	\$ 13.75	01/24/2006		M	4,000	11/01/2002 ⁽¹⁾	04/26/2009	Common Stock	4,000
Employee Stock Option 18	\$ 15.6719	01/24/2006		M	16,000	10/31/2002 ⁽¹⁾	10/20/2009	Common Stock	16,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

PATEL SAMIR
4440 EL CAMINO REAL
LOS ALTOS, CA 94022

Vice President

Signatures

By: Raquel Peasley For: SAMIR
PATEL

01/26/2006

__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) This option is fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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