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INSIGNIA SOLUTIONS PLC Form 5 August 24, 2005 OMB APPROVAL FORM 5 OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer McMillan Mark Symbol INSIGNIA SOLUTIONS PLC (Check all applicable) [INSG] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner _X__Officer (give title Other (specify (Month/Day/Year) below) below) 10/18/2004 President & CEO C/O INSIGNIA SOLUTIONS, 41300 CHRISTY STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) FREMONT. CAÂ 94538 _X_ Form Filed by One Reporting Person _ Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Direct Beneficial any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end (D) or Ownership of Issuer's Indirect (I) (Instr. 4) Fiscal Year (Instr. 4) (A) (Instr. 3 and or 4) Amount (D) Price Ordinary Shares represented Â Â ÂÂ Â Â Â 3 D by American Depositary Shares

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

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SEC 2270 (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 Derivative Securities Acquired or O Dispose (D) (Instr. 3, 4 and 5)	(A) ed of	Expiration Date (Month/Day/Year)		7. Title and A Underlying So (Instr. 3 and 4
					(A)	(D)	Date Exercisable	Expiration Date	Title
Warrants-right to buy Ordinary Shares <u>(1)</u>	\$ 1.06 (<u>3)</u>	10/18/2004	Â	Р	13,021	Â	04/18/2005	04/18/2010	Ordinary Shares represented by American Depositary Shares

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
McMillan Mark C/O INSIGNIA SOLUTIONS 41300 CHRISTY STREET FREMONT, CA 94538	ÂX	Â	President & CEO	Â		

Signatures

/s/ Mark 08/23/2005 McMillan 08/23/2005 **Signature of Date 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) Represented by American Depositary Shares.
- (2) Includes 8,428 American Depositary Shares acquired under the Issuer's employee stock purchase plan in January and July 2004.

The Exercise Price shall be at least the US Dollar equivalent of 20.5 pence per American Depositary Share calculated by reference to the average currency conversion rate quoted by the Bank of America in London as the price for Pounds Sterling purchased with US Dollars prevailing at the date the Warrant is exercised.

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Note: File three copies of this Form, one of which must be manually signed. If space provided 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.