

VIALTA INC
Form 4
October 13, 2005

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 *
CHAN ANNIE M H

(Last) (First) (Middle)
19770 STEVENS CREEK BLVD.
(Street)

CUPERTINO, CA 95014

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VIALTA INC [VLTA]

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2002

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 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

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	11/15/2002		A	163,842 ⁽¹⁾	A <u>(2)</u> 13,791,892	D <u>(3)</u> <u>(4)</u>	
Common Stock	11/15/2002		A	7,660 ⁽¹⁾	A <u>(2)</u> 5,044,744	I <u>(3)</u> <u>(5)</u>	See Footnotes
Common Stock	11/15/2002		A	11,578 ⁽¹⁾	A <u>(2)</u> 974,408	I <u>(3)</u> <u>(6)</u> <u>(10)</u>	See Footnotes
Common Stock	11/15/2002		A	11,578 ⁽¹⁾	A <u>(2)</u> 974,410	I <u>(3)</u> <u>(7)</u> <u>(10)</u>	See Footnotes
Common Stock	11/15/2002		A	3,979 ⁽¹⁾	A <u>(2)</u> 334,939	I <u>(3)</u> <u>(8)</u> <u>(10)</u>	See Footnotes
	11/15/2002		A	25,179 ⁽¹⁾	A <u>(2)</u> 2,119,447	I <u>(3)</u> <u>(9)</u> <u>(10)</u>	

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Common Stock								See Footnotes
Common Stock	11/15/2002		A	8,800,000	A	<u>(2)</u>	8,800,000	I <u>(3)</u> <u>(11)</u> See Footnote

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)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
									Amount or Number of Shares
						Date Exercisable	Expiration Date	Title	
					Code	V	(A)	(D)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHAN ANNIE M H 19770 STEVENS CREEK BLVD. CUPERTINO, CA 95014		X		

Signatures

/s/ Annie M.H.
Chan

10/12/2005

**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) Shares previously reported on Form 4 filed by Fred S.L. Chan dated April 4, 2003.

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- (2) Shares acquired under a second dividend distribution of Vialta, Inc.
- (3) Shares reflect conversion of outstanding shares of Class A and Class B Common Stock into undesignated Common Stock in connection with recapitalization effected in July 2002.
- (4) Shares held by Mrs. Chan, of which 8,042,932 were transferred to Annie M.H. Chan TR UA 07-25-95, The Annie M.H. Chan Living Trust.
- (5) Shares held by Fred S.L. Chan, the spouse of Mrs. Chan. Mrs. Chan disclaims beneficial ownership of these shares except to the extent of any pecuniary interest therein.
- (6) The reported securities were held directly by the David Y.W. Chan Trust UA DTD 12-21-87 (the "David Chan Trust").
- (7) The reported securities were held directly by the Edward Y.C. Chan Trust UA DTD 12-21-87 (the "Edward Chan Trust").
- (8) The reported securities were held directly by the Michael Y.J. Chan Trust UA DTD 3-16-92 (the "Michael Chan Trust").
- (9) The reported securities were held directly by the Shiu Leung Chan & Annie M.H. Chan Gift Trust Dated 11/20/92 (the "Chan Gift Trust").

The David Chan Trust, Edward Chan Trust, Michael Chan Trust and Chan Gift Trust were established by F. Chan and/or A. Chan for the benefit of their children. Mr. and Mrs. Chan are not trustees of these trusts and disclaim beneficial ownership of and any pecuniary interest in these securities.
- (10) The reported securities were held directly by Evershine XVI, L.P., of which Mr. and Mrs. Chan are the managing members of the sole general partner. Except to the extent of any indirect pecuniary interest therein, Mrs. Chan disclaims beneficial ownership of these securities.

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.