

ALTIGEN COMMUNICATIONS INC
 Form 3
 December 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â WANGER LONG TERM OPPORTUNITY FUND II, LP		(Month/Day/Year)	ALTIGEN COMMUNICATIONS INC [ATGN]	
(Last)	(First)	(Middle)		
401 NORTH MICHIGAN AVENUE, SUITE 1301,Â			4. Relationship of Reporting Person(s) to Issuer	
(Street)			5. If Amendment, Date Original Filed(Month/Day/Year)	
CHICAGO,Â ILÂ 60611			(Check all applicable)	
(City)	(State)	(Zip)	<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Commom Stock	1,582,064	D <u>(1)</u> <u>(2)</u> <u>(3)</u> Â	

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WANGER LONG TERM OPPORTUNITY FUND II, LP 401 NORTH MICHIGAN AVENUE, SUITE 1301 CHICAGO, IL 60611	Â	Â X	Â	Â
Wanger Investment Management, Inc. 401 N. MICHIGAN AVE. SUITE 1301 CHICAGO, IL 60611	Â	Â X	Â	Â
WLTOF GP LLC 401 N. MICHIGAN AVE. SUITE 1301 CHICAGO, IL 60611	Â	Â X	Â	Â

Signatures

Wanger Long Term Opportunity Fund II, LP, for itself and as designee for the other Reporting Persons	12/12/2008
_____ **Signature of Reporting Person	Date
WLTOF GP LLC, General Partner	12/12/2008
_____ **Signature of Reporting Person	Date
/s/ Eric D. Wanger, Managing Member	12/12/2008
_____ **Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 held by Reporting Person Wanger Long Term Opportunity Fund II, LP ("WLTOF").
Reporting Person Wanger Investment Management, Inc. ("WIM") manages investment portfolios for clients including WLTOF. In that capacity, WIM has shared voting and dispositive power over the common stock of the Issuer ("Common Stock") held by WLTOF and accordingly is deemed to be a beneficial owner of such Common Stock for Section 16 reporting purposes. Except for such deemed beneficial ownership, WIM does not own any Common Stock or other equity securities of the Issuer. WIM disclaims beneficial ownership of the shares of Common Stock reported hereunder.
- (2) Reporting Person WLTOF GP LLC ("GP") is the general partner of WLTOF. In that capacity, GP has shared voting and dispositive power over the Common Stock held by WLTOF and accordingly is deemed to be a beneficial owner of such Common Stock for Section 16 reporting purposes. Except for such deemed beneficial ownership, GP does not own any Common Stock or other equity securities of the Issuer. GP disclaims beneficial ownership of the shares of Common Stock reported hereunder except to the extent of its beneficial interest in WLTOF.
- (3) Reporting Person WLTOF GP LLC ("GP") is the general partner of WLTOF. In that capacity, GP has shared voting and dispositive power over the Common Stock held by WLTOF and accordingly is deemed to be a beneficial owner of such Common Stock for Section 16 reporting purposes. Except for such deemed beneficial ownership, GP does not own any Common Stock or other equity securities of the Issuer. GP disclaims beneficial ownership of the shares of Common Stock reported hereunder except to the extent of its beneficial interest in WLTOF.

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Remarks:

The Reporting Persons inadvertently failed to timely file this Form 3 in connection with their status

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owners of the common stock of the Issuer effective as of November 24, 2008. See also the Persons as of the date of this filing which reports all transactions in the common stock of the Issuer for the year ended December 31, 2008, including without limitation certain transactions previously reported.

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.