ALTIGEN COMMUNICATIONS INC

Form 4 June 22, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

Section 16. Form 4 or Form 5 obligations

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * WANGER LONG TERM

OPPORTUNITY FUND II, LP

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

ALTIGEN COMMUNICATIONS INC [ATGN]

(Check all applicable)

(Last)

(First)

(Middle)

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

Director Officer (give title below)

X 10% Owner Other (specify

401 N. MICHIGAN AVE., SUITE 1301

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

06/18/2009

Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

CHICAGO, IL 60611

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Reported Transaction(s)

(A) or (Instr. 3 and 4) (D) Price

Common Stock

06/18/2009

Code V Amount P 3,460

1,737,753

D (1) (2) (3)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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9. Nu Deriv Secur Bene Own

Follo Repo Trans (Instr

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration D	ate	Amount of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)
	Derivative				Securities	3		(Instr. 3 and	1)
	Security				Acquired			•	
	,				(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
					1, 4114 5)				
								Amou	nt
						Date	Expiration	or	
							*	Title Number	er
							Date	of	
				Code V	(A) (D)			Shares	

Reporting Owners

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

Signatures

Wanger Long Term Opportunity I Reporting Persons	Fund II, LP, for itself and as designee for the other	06/22/2009
	**Signature of Reporting Person	Date
Wanger Investment Management,	Inc.	06/22/2009
	**Signature of Reporting Person	Date
WLTOF GP LLC		06/22/2009
	**Signature of Reporting Person	Date
/s/ Eric D. Wanger		06/22/2009

Reporting Owners 2

**Signature of Reporting Person

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).
 - Reporting Person Wanger Investment Management, Inc. ("WIM") manages investment portfolios for clients including Reporting Person Wanger Long Term Opportunity Fund II, LP ("WLTOF"). In that capacity, WIM has shared voting and dispositive power over the
- (1) 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 Common Stock reported hereunder.
 - 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
- (2) 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 Common Stock reported hereunder except to the extent of its beneficial interest in WLTOF.
 - Reporting Person Eric D. Wanger ("Mr. Wanger") controls WLTOF through (a) GP, of which Mr. Wanger is managing member, and (b) WIM, in which the Reporting Person has an interest and which provides investment management services to WLTOF. In those capacities,
- (3) he is deemed to be the beneficial owner of such Common Stock for Section 16 reporting purposes. Mr. Wanger disclaims beneficial ownership of the Common Stock reported hereunder except to the extent of his beneficial interest in WLTOF. As previously reported Mr. Wanger is the record and beneficial owner of 37,344 shares of Common Stock in addition to the shares reported in this filing.

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.

Signatures 3

Date