

GENESIS MICROCHIP INC /DE

Form 4

November 23, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
SHANDELL HILDY2. Issuer Name and Ticker or Trading
Symbol
GENESIS MICROCHIP INC /DE
[GNSS]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2525 AUGUSTINE DRIVE
(Street)3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2007____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Sr VP, Corporate Development

SANTA CLARA, CA 95054 US

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
____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

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)
Common Stock	11/20/2007		M	(A) or (D) 3,125 (1)	A \$ 0 14,657	D	
Common Stock	11/20/2007		F	(A) or (D) 1,118 (2)	D \$ 0 13,539	D	

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

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information contained in this form are not
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(9-02)

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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)	Amount or Number of Shares
Restricted Stock Units	(3)	11/20/2007		M	3,125	11/20/2007(4) (4)	Common Stock	3,125

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SHANDELL HILDY 2525 AUGUSTINE DRIVE SANTA CLARA, CA 95054 US	Sr VP, Corporate Development

Signatures

/s/ Jeffrey Lin,
Attorney-in-Fact 11/21/2007

__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) Represents shares of GNSS common stock acquired upon the vesting of a Restricted Stock Unit Award

(2) These shares of common stock were withheld to satisfy tax withholding obligations upon the vesting of the Restricted Stock Units described in footnote (1) above

(3) Each Restricted Stock Unit represents a contingent right to receive, following vesting, one share of GNSS common stock

(4) Unless earlier forfeited under the terms of the RSU award, 1/4 of the award vests and converts into common stock approximately 5 months after the grant date and 1/16th of the award vests and converts into common stock each quarter thereafter

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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