

RIMAGE CORP
Form 4
March 10, 2006

FORM 4

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

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

OMB APPROVAL

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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SUDEN DAVID J

(Last) (First) (Middle)

7725 WASHINGTON AVENUE
SOUTH

(Street)

MINNEAPOLIS, MN 55439

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

RIMAGE CORP [RIMG]

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

03/09/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chief Technology Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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	03/09/2006		M		15,000	A	\$ 10	55,124	D
Common Stock	03/09/2006		M		3,000	A	\$ 10	58,124	D
Common Stock	03/09/2006		S		883	D	\$ 21.16	57,241	D
Common Stock	03/09/2006		S		100	D	\$ 21.17	57,141	D
Common Stock	03/09/2006		S		199	D	\$ 21.18	56,942	D

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Common Stock	03/09/2006	S	9,297	D	\$ 21.2	47,645	D
Common Stock	03/09/2006	S	700	D	\$ 21.21	46,945	D
Common Stock	03/09/2006	S	300	D	\$ 21.22	46,645	D
Common Stock	03/09/2006	S	1,600	D	\$ 21.23	45,045	D
Common Stock	03/09/2006	S	599	D	\$ 21.24	44,446	D
Common Stock	03/09/2006	S	303	D	\$ 21.25	44,143	D
Common Stock	03/09/2006	S	600	D	\$ 21.26	43,543	D
Common Stock	03/09/2006	S	100	D	\$ 21.27	43,443	D
Common Stock	03/09/2006	S	800	D	\$ 21.28	42,643	D
Common Stock	03/09/2006	S	400	D	\$ 21.38	42,243	D
Common Stock	03/09/2006	S	19	D	\$ 21.39	42,224	D
Common Stock	03/09/2006	S	1,100	D	\$ 21.41	41,124	D
Common Stock	03/09/2006	S	700	D	\$ 21.43	40,424	D
Common Stock	03/09/2006	S	100	D	\$ 21.44	40,324	D
Common Stock	03/09/2006	S	200	D	\$ 21.45	40,124	D

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

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(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10	03/09/2006		M				15,000 03/02/1999 ⁽¹⁾	03/02/2009	Common Stock	15,000
Stock Option (Right to Buy)	\$ 10	03/09/2006		M				3,000 10/30/2000 ⁽²⁾	05/10/2010	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUDEN DAVID J 7725 WASHINGTON AVENUE SOUTH MINNEAPOLIS, MN 55439	X		Chief Technology Officer	

Signatures

By April Hamlin, Attorney-In-Fact for David Suden 03/10/2006

**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) Option vests as to 1/3 of the shares on each of March 2, 1999, December 31, 1999 and December 31, 2000.

(2) Option vests as to 1/3 of the shares on the date of grant and the first two anniversaries of the date of grant 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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