CLARIENT, INC Form 4/A June 21, 2006

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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response...

Form 5 obligations may continue. See Instruction 1(b).

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 * SAFEGUARD SCIENTIFICS INC

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CLARIENT, INC [CLRT]

(First) (Middle) (Last)

(Check all applicable)

435 DEVON PARK

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

Director Officer (give title X 10% Owner Other (specify

06/19/2006

DRIVE, BUILDING 800

4. If Amendment, Date Original

(Instr. 8)

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

(Instr. 4)

Filed(Month/Day/Year) 06/21/2006

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

WAYNE, PA 19087-1945

(City) (State) (Zip)

(Street)

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

1.Title of Security (Instr. 3)

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

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

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

(Instr. 4)

(A) or

(Instr. 3, 4 and 5)

Following Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amou Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Underlying Secur Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Units (obligation to buy) (1)	(1)	06/19/2006		J <u>(1)</u>		2,352,941		<u>(1)</u>	<u>(1)</u>	Common Stock	2,7
Warrant (right to buy)	\$ 0.87	06/19/2006		J(3)		50,000		06/19/2006	06/19/2010	Common Stock	5

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SAFEGUARD SCIENTIFICS INC							
435 DEVON PARK DRIVE	X						
BUILDING 800	Λ						
WAYNE, PA 19087-1945							

Signatures

STEVEN J. 06/21/2006 **FEDER**

**Signature of Date 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).

The securities reported herein represent the minimum number of securities which the reporting person has the obligation to purchase from issuer if issuer's acquisition of the assets of Trestle Holdings, Inc. and Trestle Acquisition Corp. (the "Acquisition") is consummated and issuer elects to sell the units to reporting person. Each unit consists of one share of common stock and a warrant to purchase 0.15 shares

- (1) of common stock. The purchase price for the units will be 85% of the average closing price of issuer's stock for the 10 trading days preceding the issuance (the "Market Price"), not to exceed an effective price of \$1.275 per share. The warrant will have an exercise price of 115% of the Market Price and a four-year term. Reporting person's obligation expires upon the earliest of the closing of the Acquisition, termination of the purchase agreement with respect to the Acquisition or 12/31/06.
- Safeguard Delaware, Inc. ("SSI Delaware") and Safeguard Scientifics (Delaware), Inc. ("Safeguard Delaware") are wholly-owned subsidiaries of reporting person and the record holders of the securities reported herein.
- This warrant was issued to Safeguard Delaware, Inc. in connection with the Issuer's acceptance of a commitment letter from reporting (3)person to provide capital to Issuer.

Remarks:

Additional Reporting Persons:

Safeguard Scientifics (Delaware), Inc. Safeguard Delaware, Inc.

Reporting Owners 2

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103 Springer Building 3411 Silverside Road P. O. Box 7048 Wilmington, DE 19803

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.