

ALTIGEN COMMUNICATIONS INC

Form 4

September 29, 2009

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
**WANGER LONG TERM
OPPORTUNITY FUND II, LP**

(Last) (First) (Middle)

401 N. MICHIGAN AVE., SUITE
1301

(Street)

CHICAGO, IL 60611

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**ALTIGEN COMMUNICATIONS
INC [ATGN]**

3. Date of Earliest Transaction
(Month/Day/Year)
09/25/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 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	09/25/2009		S		180,000	D	\$ 1.03
					1,618,617	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
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**

SEC 1474
(9-02)

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of 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 Fund II, LP, for itself and as designee for the other Reporting Persons	09/29/2009
__Signature of Reporting Person	Date
Wanger Investment Management, Inc.	09/29/2009
__Signature of Reporting Person	Date
WLTOF GP LLC	09/29/2009
__Signature of Reporting Person	Date
/s/ Eric D. Wanger	09/29/2009

__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).

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 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 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, 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.

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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