

Eckel Robert A
 Form 4
 July 30, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Eckel Robert A

(Last) (First) (Middle)
 9405 SW GEMINI DRIVE
 (Street)

BEAVERTON, OR 97008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 DIGIMARC CORP [DMRC]

3. Date of Earliest Transaction (Month/Day/Year)
 07/28/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)

President Government Programs

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 07/28/2008 | | M | | 49,998 A \$ 6 | 116,230 | D |
| Common Stock | 07/28/2008 | | F ⁽¹⁾ | | 21,201 D \$ 14.15 | 95,029 | D |
| Common Stock | 07/28/2008 | | M | | 183,336 A \$ 6 | 278,365 | D |
| Common Stock | 07/28/2008 | | F ⁽¹⁾ | | 121,827 D \$ 14.15 | 156,538 | D |
| Common Stock | 07/28/2008 | | M | | 119,754 A \$ 5.91 | 276,292 | D |

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| | | | | | | | |
|--------------|------------|------------------|--------|---|----------|---------|---|
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 79,133 | D | \$ 14.15 | 197,159 | D |
| Common Stock | 07/28/2008 | M | 246 | A | \$ 5.91 | 197,405 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 163 | D | \$ 14.15 | 197,242 | D |
| Common Stock | 07/28/2008 | M | 47,539 | A | \$ 8.79 | 244,781 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 37,050 | D | \$ 14.15 | 207,731 | D |
| Common Stock | 07/28/2008 | M | 12,461 | A | \$ 8.79 | 220,192 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 9,712 | D | \$ 14.15 | 210,480 | D |
| Common Stock | 07/28/2008 | M | 22,604 | A | \$ 8.29 | 233,084 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 17,152 | D | \$ 14.15 | 215,932 | D |
| Common Stock | 07/28/2008 | M | 8,396 | A | \$ 8.29 | 224,328 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 6,370 | D | \$ 14.15 | 217,958 | D |
| Common Stock | 07/28/2008 | M | 16,666 | A | \$ 6 | 234,624 | D |
| Common Stock | 07/28/2008 | F ⁽¹⁾ | 11,075 | D | \$ 14.15 | 223,549 | 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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| | | | | | | | Am Nun Sha |

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|---|---------|------------|---|---------|-----|------------|--------------|----|
| Incentive Stock Option (right to buy) | \$ 5.91 | 07/28/2008 | M | 246 | (2) | 01/03/2016 | Common Stock | |
| Incentive Stock Option (right to buy) | \$ 6 | 07/28/2008 | M | 49,998 | (3) | 04/15/2015 | Common Stock | 49 |
| Incentive Stock Option (right to buy) | \$ 6 | 07/28/2008 | M | 16,666 | (3) | 04/15/2015 | Common Stock | 16 |
| Incentive Stock Option (right to buy) | \$ 8.29 | 07/28/2008 | M | 8,396 | (4) | 01/02/2018 | Common Stock | 8 |
| Incentive Stock Option (right to buy) | \$ 8.79 | 07/28/2008 | M | 12,461 | (4) | 01/02/2017 | Common Stock | 12 |
| Non-Qualified Stock Option (right to buy) | \$ 5.91 | 07/28/2008 | M | 119,754 | (2) | 01/03/2016 | Common Stock | 11 |
| Non-Qualified Stock Option (right to buy) | \$ 6 | 07/28/2008 | M | 183,336 | (3) | 04/15/2015 | Common Stock | 18 |
| Non-Qualified Stock Option (right to buy) | \$ 8.29 | 07/28/2008 | M | 22,604 | (4) | 01/02/2018 | Common Stock | 22 |
| Non-Qualified Stock Option (right to buy) | \$ 8.79 | 07/28/2008 | M | 47,539 | (4) | 01/02/2017 | Common Stock | 47 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Eckel Robert A 9405 SW GEMINI DRIVE BEAVERTON, OR 97008 | | | President Government Programs | |

Signatures

By: Robert Chamness For: Robert Eckel
07/30/2008

__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).

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- (1) Shares withheld by company for payment of exercise price and required tax collections
- (2) Option is exercisable in equal daily installments over 4 year period beginning on date of grant.
- (3) Option vests over 4 year period from grant date, with 25% on the first anniversary and the remainder in equal quarterly installments.
- (4) Shares are exercisable in monthly installments

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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