SINDHU PRADEEP Form 4/A April 16, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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1. Name and Address of Reporting Person*					Name and T		6. Relationship of Reporting Person(s)				
Sindhu, Pradeep (Last) (First) (Middle) 1194 North Mathilda Avenue			of Reporting Person,					4. Statement for Month/Day/Year 04/15/03	to Issuer (Check all applicable) X Director 10% Owner X Officer (give title below) Other (specify below)		
(Street) Sunnyvale, CA 94089							I (5. If Amendment, Date of Original Month/Day/Year) 04/16/03	Chief Technical Officer 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Ci	ity) (State)	(Zip)		Tab	ole I Non	-Deri	osed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	Execution Date,	3. Transaction Code (Instr. 8		4. Securitic (A) or Disposition (Instr. 3, 4) Amount	posed		Securities Beneficially Owned Follow- ing Reported	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock								1,588,623	D		
Common Stock								454,390	I	By Annuity Trust I	
Common Stock								90,877	I	By Annuity Trust II	
Common Stock								180,000	I	By Daughter	
Common Stock	04/15/03		S		200000	D	9.886	9,169,655	I	By Family Trust(1)	
Common Stock								180,000	I	By Son	
Common Stock								454,390	I	By Spouse Annuity Trust I	
Common Stock								90,877	I	By Spouse Annuity Trust II	

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Common Stock				6,867	I	By Spouse
Common Stock				40,000	I	By Trust

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

			0/1					,						
1. Title of	2. Conver-	3.	3A.	4.	5.		6. Date Exerc	isable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Nun	ıber	and Expiration	n	Amo	unt of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date		Unde	rlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Deri	vati	(MeIonth/Day/		Secui	rities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Secu	ıriti	¥ear)		(Instr	. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acq	uire	d					Following	ative	
		Day/	Day/	8)	(A)	or						Reported	Security:	
		Year)	Year)		Disp	ose	d					Transaction(s)	Direct	
					of (I))						(Instr. 4)	(D)	
												(or	
					(Inst	r.							Indirect	
					3, 4	&							(I)	
					5)								(Instr. 4)	
				Code V	(A)	(D)	Date	Expira-	Title	Amount	1			
					()			tion		or				
								Date		Number				
										of				
										Shares				

Explanation of Responses:

(1) Held by The Sindhu Family Trust dated October 31, 2000 over which the Reporting Person and his spouse exercise voting and investment control.

By: /s/ <u>Lisa C. Berry</u>
For: Pradeep Sindhu
**Signature of Reporting Person

04/16/03 Date

**Signature of Reporting Perso

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).