## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	Address of Reporting	Person <sup>*</sup>		suer Name <b>and</b> Tick NAPTICS IN	0				tionship of Reporti all applicable)	ng Person(s) to	Issuer
(Last)	(First)	(Middle)	3. Da	ate of Earliest Trans				х	Director Officer (give title below) VP of Research	Othe	,
3120 SCOTT BLVD., STE. 130 (Street) SANTA CLARA CA 95054 (City) (State) (Zip)		4. if	Amendment, Date o	of Original Filed	(Month/Day/Ye	· ·	6. Indiv Line) X	vidual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Pe	rson	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
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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	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	07/02/2007		М		5,000	A	\$ <del>6</del>	27,420(1)	D	
Common Stock	07/02/2007		М		20,000	A	\$9.96	47,420(1)	D	
Common Stock	07/02/2007		<b>S</b> <sup>(2)</sup>		5,000	D	\$35.81	42,420(1)	D	
Common Stock	07/02/2007		<b>S</b> <sup>(2)</sup>		18,400	D	\$36.5	24,020(1)	D	
Common Stock	07/02/2007		<b>S</b> <sup>(2)</sup>		800	D	\$36.51	23,220(1)	D	
Common Stock	07/02/2007		<b>S</b> <sup>(2)</sup>		800	D	\$36.52	22,420(1)	D	

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)		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$6	07/02/2007		М			5,000	(3)	07/30/2012	Common Stock	5,000	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$9.96	07/02/2007		М			20,000	(4)	08/07/2013	Common Stock	20,000	\$0.00	10,000	D	

## Explanation of Responses:

1. Includes 878 shares acquired under the issuer's employee stock purchase plan in June 2007.

2. The shares were sold pursuant to a 10b5-1 Sales Plan dated February 16, 2007, as amended.

3. 25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the July 30, 2002 vesting commencement date, and 1/48th of the total number of shares subject to the option vested and became exercisable on the 30th day of each month thereafter.

4. 25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the August 7, 2003 vesting commencement date, and 1/48th of the total number of shares subject to the option vested or shall vest and became exercisable on the 7th day of each month thereafter.

**Remarks:** 

Shawn P. Day

07/03/2007

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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).

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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