

MOSHAYEDI MASOUD
Form 5/A
May 03, 2010

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
MOSHAYEDI MASOUD

2. Issuer Name and Ticker or Trading Symbol
STEC, INC. [STEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Former 10% owner

17 VISTA LUCI

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

4. If Amendment, Date Original Filed(Month/Day/Year)
02/16/2010

6. Individual or Joint/Group Reporting

(check applicable line)

NEWPORT BEACH, CA 92657

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| Common Stock | 02/23/2009 | Â | G5 ⁽¹⁾ | 8,000 | D | \$ 0 | 3,000,050 | I | By Trust ⁽²⁾ |
| Common Stock | 02/23/2009 | Â | A5 ⁽³⁾ | 8,000 | A | \$ 0 | 0 | I | By Child ⁽⁴⁾ |
| Common Stock | 03/23/2009 | Â | G5 ⁽¹⁾ | 850 | D | \$ 0 | 3,000,050 | I | By Trust ⁽²⁾ |
| Common Stock | 03/23/2009 | Â | A5 ⁽³⁾ | 850 | A | \$ 0 | 0 | I | By Child ⁽⁴⁾ |

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| | | | | | | | | | |
|--------------|------------|---|-------------------|---------|---|------------|-----------|---|------------------|
| Common Stock | 07/22/2009 | Â | S5 ⁽⁵⁾ | 124 | D | \$ 35 | 0 | I | By Child (4) |
| Common Stock | 07/22/2009 | Â | S5 ⁽⁵⁾ | 6,824 | D | \$ 34.75 | 0 | I | By Child (4) |
| Common Stock | 07/23/2009 | Â | S5 ⁽⁵⁾ | 6,700 | D | \$ 35.25 | 0 | I | By Child (4) |
| Common Stock | 07/23/2009 | Â | S5 ⁽⁶⁾ | 2,000 | D | \$ 35.5 | 3,000,050 | D | Â |
| Common Stock | 07/23/2009 | Â | S5 ⁽⁷⁾ | 15,000 | D | \$ 35.5 | 0 | I | By Spouse (8) |
| Common Stock | 07/23/2009 | Â | S5 ⁽⁹⁾ | 122,694 | D | \$ 35.5252 | 3,000,050 | I | By Trust (2) |
| Common Stock | 07/24/2009 | Â | S5 ⁽⁹⁾ | 102,306 | D | \$ 34.0796 | 3,000,050 | I | By Trust (2) |
| Common Stock | 07/27/2009 | Â | S5 ⁽⁹⁾ | 136,004 | D | \$ 33.7634 | 3,000,050 | I | By Trust (2) |

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 2270
(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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) | (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| MOSHAYEDI MASOUD 17 VISTA LUCI | Â | Â | Â | Former 10% owner |

NEWPORT BEACH, CA 92657

Signatures

/s/ Mike

05/03/2010

Moshayedi

**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).

(1) This report is being filed to include 8,850 shares that were gifted by the M. and P. Moshayedi Revocable Trust, dated 12/30/96 (the "Moshayedi Trust") during the Issuer's fiscal year ended December 31, 2009 to the Reporting Person's sons and not included in the original Form 5 filed on February 16, 2010 (the "Original Form 5"). This transaction involved a gift of securities by the Moshayedi Trust to the Reporting Person's sons, who may be deemed to share the Reporting Person's household while they attend college. Because of the subjectivity in determining whether college-aged children share the household for purposes of Section 16, the Reporting Person did not include the gift in the Original Form 5, however, the Reporting Person now desires to amend the Original Form 5 to include the gift and correct the number of shares reported as disposed of for Issuer's fiscal year ended December 31, 2009.

(2) These shares were owned directly by the M. and P. Moshayedi Revocable Trust, dated 12/30/96. Mike Moshayedi and Parto Moshayedi are co-trustees of the trust.

(3) This report is being filed to include 8,850 shares that were gifted by the M. and P. Moshayedi Revocable Trust, dated 12/30/96 during the Issuer's fiscal year ended December 31, 2009 to the Reporting Person's sons and not included in the Original Form 5. This transaction involved a gift of securities by the Moshayedi Trust to the Reporting Person's sons, who may be deemed to share the Reporting Person's household while they attend college. Because of the subjectivity in determining whether college-aged children share the household for purposes of Section 16, the Reporting Person did not include the gift in the Original Form 5, however, the Reporting Person now desires to amend the Original Form 5 to include the gift and correct the number of shares reported as acquired for Issuer's fiscal year ended December 31, 2009.

(4) This transaction involved a gift of securities by the Moshayedi Trust to the Reporting Person's sons, who may be deemed to share the Reporting Person's household while they attend college. The reporting person disclaims beneficial ownership of these shares held by his sons, and this report should not be deemed an admission that the Reporting Person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

(5) This report is being filed to include 13,648 shares that were sold by the Reporting Person's sons during the Issuer's fiscal year ended December 31, 2009 and not included in the Original Form 5. This transaction involved the sale of shares owned by the Reporting Person's sons, who may be deemed to share the Reporting Person's household while they attend college. Because of the subjectivity in determining whether college-aged children share the household for purposes of Section 16, the Reporting Person did not include the sales in the Original Form 5, however, the Reporting Person now desires to amend the Original Form 5 to include the sales and correct the number of shares reported as disposed of for Issuer's fiscal year ended December 31, 2009.

(6) This report is being filed to include 2,000 shares sold by the Reporting Person during the Issuer's fiscal year ended December 31, 2009 that were not included in the Original Form 5. The number of disposed shares reported in the Original Form 5 should have included these 2,000 shares, and this Form 5, as amended, is being filed to correct the number of shares reported as disposed of for Issuer's fiscal year ended December 31, 2009. The 2,000 shares were not reported due to an inadvertent omission of shares sold by the Reporting Person directly, and should have been reported on the Original Form 5.

(7) This report is being filed to include 15,000 shares sold by the Reporting Person's spouse, Parto Moshayedi, during the Issuer's fiscal year ended December 31, 2009 that were not included in the Original Form 5. The number of disposed shares reported in the Original Form 5 should have included these 15,000 shares, and this Form 5, as amended, is being filed to correct the number of shares reported as disposed of for Issuer's fiscal year ended December 31, 2009. The 15,000 shares were not reported due to an inadvertent omission of shares sold by the Reporting Person's spouse, Parto Moshayedi, and should have been reported on the Original Form 5.

(8) These shares were owned directly by the Reporting Person's spouse, Parto Moshayedi. The Reporting Person disclaims beneficial ownership of these shares that were owned individually by his spouse except to the extent of his pecuniary interest therein, and this report should not be deemed an admission that the Reporting Person was the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

(9) This report is being filed to include 361,004 shares sold by the M. and P. Moshayedi Revocable Trust, dated 12/30/96 during the Issuer's fiscal year ended December 31, 2009 that were not included in the Original Form 5. The number of disposed shares reported in the Original Form 5 should have included these 361,004 shares, and this Form 5, as amended, is being filed to correct the number of shares

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reported as disposed of for Issuer's fiscal year ended December 31, 2009. The 361,004 shares were not reported due to an inadvertent omission of shares sold by the Reporting Person's secondary broker, Needham & Company, LLC.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.