

MILLAGE LINDA
Form 4
June 21, 2007

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLAGE LINDA

2. Issuer Name **and** Ticker or Trading
Symbol
GENESIS MICROCHIP INC /DE
[GNSS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2525 AUGUSTINE DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2007

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Interim Principal Acctg Off.

SANTA CLARA, CA US 95054

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/10/2007		M		750	A	<u>(1)</u> 2,038
Common Stock	05/10/2007		F		263	D	<u>(2)</u> 1,775

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

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SEC 1474
(9-02)

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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)
Restricted Stock Units	(3)	05/10/2007		M	750	05/10/2007 05/10/2010 ⁽⁴⁾	Common Stock
Stock Options (Right to Buy)	\$ 9.11	05/10/2007		A	6,000	05/10/2008 ⁽⁵⁾ 05/10/2013	Common Stock
Restricted Stock Units	(3)	05/10/2007		A	2,000	05/20/2008 ⁽⁶⁾ 05/20/2011 ⁽⁴⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
MILLAGE LINDA 2525 AUGUSTINE DRIVE SANTA CLARA, CA US 95054	Director 10% Owner Officer Other Interim Principal Acctg Off.

Signatures

/s/ Jeffrey Lin,
Attorney-in-Fact 06/21/2007

 **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) Represents shares of GNSS common stock acquired upon the vesting of a Restricted Stock Unit Award
- (2) These shares of common stock were withheld to satisfy tax withholding obligations upon the vesting of the Restricted Stock Units described in footnote (1) above
- (3) Each Restricted Stock Unit represents a contingent right to receive one share of GNSS common stock
- (4) Restricted Stock Unit Award fully vests on this date

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(5) 25% of the total number of shares become exercisable on this date and an additional 1/48th of the total number of shares become exercisable each month thereafter

(6) 25% of the Restricted Stock Units vest on this date and 25% will vest each year thereafter

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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