

GALVIN CHRISTOPHER J

Form 4

December 09, 2005

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GALVIN CHRISTOPHER J

2. Issuer Name **and** Ticker or Trading
Symbol
WIND RIVER SYSTEMS INC
[WIND]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
500 WIND RIVER WAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/09/2005

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
Former VP, Strategy & Corp Dev

ALAMEDA, CA 94501

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

(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)	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)
Common Stock			Code V	Amount (D) Price	45,000 ⁽¹⁾	D	

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

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SEC 1474
(9-02)

**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)	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	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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Non-Qualified Stock Option (right to buy)	\$ 12.1					12/01/2005 ⁽²⁾ 12/01/2011	Common Stock 100,
Non-Qualified Stock Option (right to buy)	\$ 9.09					01/07/2005 ⁽³⁾ 01/07/2014	Common Stock 200,

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GALVIN CHRISTOPHER J
500 WIND RIVER WAY
ALAMEDA, CA 94501

Former VP, Strategy & Corp Dev

Signatures

/s/ Christopher J.
Galvin 12/09/2005

**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 note Mr. Galvin's resignation as a Vice President of the company. The holdings reported on this form reflect Mr. Galvin's beneficial ownership as of the date of this resignation of his insider status.
- (2) 25% of the shares subject to the option vested on December 1, 2005, the one-year anniversary of the date of grant of the option, and 1/48 of the shares subject to the option vests each month thereafter.
- (3) 50% of the shares subject to the option vested on January 7, 2005, the one-year anniversary of the date of grant of the option, and 1/24th of the shares subject to the option vests each month 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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