

TeleNav, Inc.
Form 4
December 08, 2010

FORM 4 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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HILLBERG LOREN E

(Last) (First) (Middle)

C/O TELENNAV, INC., 1130 KIFER ROAD

(Street)

SUNNYVALE, CA 94086

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TeleNav, Inc. [TNAV]

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
General Counsel and Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/07/2010	12/07/2010	M		10,000	A	\$ 4.2
Common Stock	12/07/2010	12/07/2010	S		900	D	\$ 6.87
Common Stock	12/07/2010	12/07/2010	S		400	D	\$ 6.86
Common Stock	12/07/2010	12/07/2010	S		1,300	D	\$ 6.8
Common Stock	12/07/2010	12/07/2010	S		1,529	D	\$ 6.85

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Common Stock	12/07/2010	12/07/2010	S	100	D	\$ 6.89	5,771	D
Common Stock	12/07/2010	12/07/2010	S	100	D	\$ 6.88	5,671	D
Common Stock	12/07/2010	12/07/2010	S	405	D	\$ 6.92	5,266	D
Common Stock	12/07/2010	12/07/2010	S	4,670	D	\$ 6.9	596	D
Common Stock	12/07/2010	12/07/2010	S	596	D	\$ 6.91	0	D

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

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4.2	12/07/2010	12/07/2010	M	10,000	<u>(1)</u> 05/21/2019	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILLBERG LOREN E C/O TELENNAV, INC., 1130 KIFER ROAD SUNNYVALE, CA 94086			General Counsel and Secretary	

Signatures

/s/ Loren E.

Hillberg

12/08/2010

__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) 1/4th of the shares subject to the option became vested on April 16, 2010 and 1/48th of the shares subject to the option shall become vested at the end of each monthly period thereafter, subject to optionee's continued status as a service provider on each such vest date.

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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