

UTSTARCOM INC  
Form SC 13D/A  
December 08, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO.2) \*

SCHEDULE 13D/A

UTSTARCOM INC  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

918076100  
(CUSIP Number)

Shah Capital Management  
8601 Six Forks Road, Suite 630  
Raleigh, NC 27615  
Tel. No.: (919) 719-6360  
(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

December 4, 2009  
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule  
13G to report the acquisition that is the subject of this Schedule  
13D, and is filing this schedule because of 240.13d 1(e), 240.13d 1(f)  
or 240.13d 1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original  
and five copies of the schedule, including all exhibits. See Rule 13d 7  
for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting  
person's initial filing on this form with respect to the subject class  
of securities, and for any subsequent amendment containing information  
which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be  
deemed to be filed for the purpose of section 18 of the Securities Exchange  
Act of 1934 (Act) or otherwise subject to the liabilities of that section  
of the Act but shall be subject to all other provisions of the Act  
(however, see the Notes).

(1) Names of reporting persons:

Shah Capital Management

(2) Check the appropriate box if a member of a group:

(a)  
(b)

(3) SEC use only

(4) Source of funds (see instructions)

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(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) of Schedule 13D

N/A

(6) Citizenship or place of organization

North Carolina

Number of shares beneficially owned by each reporting person with:

(7) Sole voting power

0

(8) Shared voting power

8,004,957

(9) Sole dispositive power

0

(10) Shared dispositive power

8,004,957

(11) Aggregate amount beneficially owned by each reporting person

8,004,957

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

N/A

(13) Percent of class represented by amount in Row (11)

6.25%

(14) Type of reporting person (see instructions)

IA

SCHEDULE 13D

Item 1. Security and Issuer

Common Stock of UTSTARCOM INC.

UTStarcom Inc  
1275 Harbor Bay Parkway  
Ste 100  
Alameda CA 94502

Item 2. Identity and Background

(a). Name: SHAH CAPITAL MANAGEMENT.

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(b). Business Address: 8601 Six Forks Road, Suite 630, Raleigh, NC 27615

(c). Principal business: Asset management

(d). During the last five years, the reporting person has not been convicted in a criminal proceeding.

(e). During the last five years, the reporting person has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction.

(f). N/A

Item 3. Source and Amount of Funds or Other Consideration

In making the purchases of the shares of Common Stock, the reporting person uses the assets under management.

Item 4. Purpose of the Transaction

The purpose of the acquisition of the shares of Common Stock by the reporting person was initially for investment purposes based on the belief that the Issuer was a fundamentally strong, undervalued company.

On March 12, 2009, the reporting person made some suggestions to the Issuer regarding the governance and corporate strategy of the Issuer and is working with the Issuer in this regard.

Item 5. Interest in Securities of the Issuer

(a). Aggregate number of shares owned: 8,004,957

Percentage of class of securities owned: 6.25%

(b). Shared power to vote or to direct to vote: 8,004,957 shares

Shared power to dispose or to direct the disposition: 8,004,957 shares

(c). No transactions were effected during the past 60 days

(d) Not applicable

(e). Not Applicable

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Not Applicable

Item 7. Material to be Filed as Exhibits

Not Applicable

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 8, 2009

Signature: Himanshu Shah/Sd.

Name/Title: Himanshu Shah, President and CIO