

PLANETOUT INC
Form 4
November 30, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

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 *
Colonna Jerry

(Last) (First) (Middle)

C/O PLANETOUT INC., 1355
SANSOME STREET

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PLANETOUT INC [LGBT]

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	11/28/2005		S	45 D \$ 8.75	9,447	I	See Footnote (1)
Common Stock	11/28/2005		S	45 D \$ 8.78	9,402	I	See Footnote (1)
Common Stock	11/28/2005		S	228 D \$ 8.8	9,174	I	See Footnote (1)
Common Stock	11/28/2005		S	90 D \$ 8.8015	9,084	I	See Footnote

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									<u>(1)</u>
Common Stock	11/28/2005	S	134	D	\$ 8.8033	8,950	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	134	D	\$ 8.804	8,816	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	90	D	\$ 8.807	8,726	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	45	D	\$ 8.808	8,681	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	45	D	\$ 8.812	8,636	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	90	D	\$ 8.815	8,546	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	90	D	\$ 8.823	8,456	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	90	D	\$ 8.829	8,366	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	273	D	\$ 8.85	8,093	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	90	D	\$ 8.8612	8,003	I		See Footnote <u>(1)</u>
Common Stock	11/28/2005	S	330	D	\$ 8.75	69,491	I		See Footnote <u>(2)</u>
Common Stock	11/28/2005	S	330	D	\$ 8.78	69,161	I		See Footnote <u>(2)</u>
Common Stock	11/28/2005	S	1,681	D	\$ 8.8	67,480	I		See Footnote <u>(2)</u>
Common Stock	11/28/2005	S	659	D	\$ 8.8015	66,821	I		See Footnote <u>(2)</u>

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Common Stock	11/28/2005		S	989	D	\$ 8.8033	65,832	I	See Footnote (2)
Common Stock	11/28/2005		S	989	D	\$ 8.804	64,843	I	See Footnote (2)
Common Stock	11/28/2005		S	659	D	\$ 8.807	64,184	I	See Footnote (2)
Common Stock	11/28/2005		S	330	D	\$ 8.808	63,854	I	See Footnote (2)
Common Stock	11/28/2005		S	330	D	\$ 8.812	63,524	I	See Footnote (2)
Common Stock	11/28/2005		S	659	D	\$ 8.815	62,865	I	See Footnote (2)
Common Stock	11/28/2005		S	659	D	\$ 8.823	62,206	I	See Footnote (2)
Common Stock	11/28/2005		S	659	D	\$ 8.829	61,547	I	See Footnote (2)
Common Stock	11/28/2005		S	2,012	D	\$ 8.85	59,535	I	See Footnote (2)
Common Stock	11/28/2005		S	659	D	\$ 8.8612	58,876	I	See Footnote (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 1474
(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	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. Nu

Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Colonna Jerry C/O PLANETOUT INC. 1355 SANSOME STREET SAN FRANCISCO, CA 94111	X			

Signatures

/s/ Todd Huge, attorney-in-fact for Jerry Colonna	11/30/2005
**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) Shares held by Flatiron Associates, LLC. Mr. Colonna is a partner of Flatiron Partners and disclaims beneficial ownership of shares held by Flatiron Associates, LLC, except to the extent of his pecuniary interest therein.
- (2) Shares held by Flatiron Fund 2001 LLC. Mr. Colonna is a partner of Flatiron Partners and disclaims beneficial ownership of shares held by Flatiron Fund 2001 LLC, except to the extent of his pecuniary interest therein.

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