PLANETOUT INC

Form 4

December 09, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting F	erson [
King Robert W	

(First)

(Middle)

C/O PLANETOUT INC., 1355 SANSOME STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol

PLANETOUT INC [LGBT]

3. Date of Earliest Transaction (Month/Day/Year) 03/31/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_X__ Director 10% Owner Officer (give title _ Other (specify below)

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

SAN FRANCISCO, CA 94111

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	rities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of		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	03/31/2005		X	63,267	A	\$ 4.07	872,649	I	See Footnote (1)
Common Stock	12/07/2005		S	300	D	\$ 8.01	872,349	I	See Footnote
Common Stock	12/07/2005		S	100	D	\$ 8.05	872,249	I	See Footnote (1)
Common Stock	12/07/2005		S	100	D	\$ 8.06	872,149	I	See Footnote

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								(1)
Common Stock	12/07/2005	S	500	D	\$ 8.12	871,649	I	See Footnote
Common Stock	12/07/2005	S	200	D	\$ 8.13	871,449	I	See Footnote
Common Stock	12/07/2005	S	500	D	\$ 8.1301	870,949	I	See Footnote
Common Stock	12/07/2005	S	500	D	\$ 8.131	870,449	I	See Footnote
Common Stock	12/07/2005	S	1,500	D	\$ 8.14	868,949	I	See Footnote
Common Stock	12/07/2005	S	400	D	\$ 8.1401	868,549	I	See Footnote
Common Stock	12/07/2005	S	700	D	\$ 8.15	867,849	I	See Footnote
Common Stock	12/07/2005	S	1,000	D	\$ 8.1601	866,849	I	See Footnote
Common Stock	12/07/2005	S	100	D	\$ 8.17	866,749	I	See Footnote
Common Stock	12/07/2005	S	200	D	\$ 8.18	866,549	I	See Footnote (1)
Common Stock	12/07/2005	S	700	D	\$ 8.19	865,849	I	See Footnote (1)
Common Stock	12/07/2005	S	200	D	\$ 8.1901	865,649	I	See Footnote (1)
Common Stock	12/07/2005	S	500	D	\$ 8.2	865,149	I	See Footnote (1)
Common Stock	12/07/2005	S	1,000	D	\$ 8.2001	864,149	I	See Footnote (1)

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Common Stock	12/07/2005	S	300	D	\$ 8.22	863,849	I	See Footnote (1)
Common Stock	12/07/2005	S	600	D	\$ 8.23	863,249	I	See Footnote
Common Stock	12/07/2005	S	975	D	\$ 8.25	862,274	I	See Footnote
Common Stock	12/07/2005	S	325	D	\$ 8.26	861,949	I	See Footnote
Common Stock	12/07/2005	S	70	D	\$ 8.27	861,879	I	See Footnote
Common Stock	12/07/2005	S	830	D	\$ 8.28	861,049	I	See Footnote
Common Stock	12/07/2005	S	100	D	\$ 8.2801	860,949	I	See Footnote
Common Stock	12/07/2005	S	300	D	\$ 8.29	860,649	I	See Footnote
Common Stock	12/07/2005	S	1,500	D	\$ 8.291	859,149	I	See Footnote (1)
Common Stock	12/07/2005	S	600	D	\$ 8.3001	858,549	I	See Footnote
Common Stock	12/07/2005	S	400	D	\$ 8.301	858,149	I	See Footnote

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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Se

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	or Di (D)	sposed of as 3, 4,					(
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	,
Warrant (Right to buy Common Stock)	\$ 4.07	03/31/2005		X			63,267	05/01/2001	(2)	Common Stock	63,267	

Reporting Owners

Reporting Owner Name / Address		Relationsh	ips	
•	Director	10% Owner	Officer	Other
King Robert W C/O PLANETOUT INC. 1355 SANSOME STREET SAN FRANCISCO, CA 94111	X			

Signatures

/s/ Todd Huge, attorney-in-fact for Robert W.
King

**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).
 - 827,195 shares are held by Petunia Resources, Ltd. and the remainder by Peter A. Allard. Mr. King is an advisor to both Petunia
- (1) Resources, Ltd. and Mr. Allard and is Mr. Allard's nephew. Mr. King disclaims beneficial ownership of the shares held by Petunia Resources, Ltd. and its affiliates, except to the extent of his pecuniary interests.
- (2) The warrant was scheduled to expire on the 179th day following the closing of the Issuer's initial public offering.
- The warrant and the shares underlying the warrant were held by Petunia Resources, Ltd. Mr. King is an advisor to Petunia Resources, Ltd.
- (3) and the nephew of Peter Allard, a principal of Petunia Resources, Ltd. Mr. King disclaims beneficial ownership of the securities held by Petunia Resources, Ltd. and its affiliates, except to the extent of his pecuniary interests.

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.

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