Clearfield, Inc. Form 4 May 02, 2008

## 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** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* JAIN ANIL K

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

(Check all applicable)

(Last)

(City)

(Middle)

(Zip)

Clearfield, Inc. [CLFD] 3. Date of Earliest Transaction

\_X\_\_ Director Officer (give title

10% Owner Other (specify

5480 NATHAN LANE N, SUITE

(Street)

(State)

(First)

120

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

05/02/2008

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

### **PLYMOUTH** MINNESOTA, MN 55442

| ·                                    | Table 1 - Ivon-Derivative Securities Acquired, Disposed of, or Deficiencially Owner |   |   |        |  |  |   |             | y Owned |
|--------------------------------------|---|---|---|--------|--|--|---|-------------|---------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year)  | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |             |         |
|                                      |   |   | Code V  | Amount | (A)<br>or<br>(D)   | Price  | Transaction(s) (Instr. 3 and 4)                                   | (Ilistr. 4) |         |
| COMMON<br>STOCK                      | 05/02/2008  |   | S   | 10,100 | D  | \$<br>1.35   | 1,576,617   | D           |         |
| COMMON<br>STOCK                      | 05/02/2008  |   | S   | 2,900  | D  | \$<br>1.36   | 1,573,717   | D           |         |

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

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# 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.         | 6. Date Exerc    | cisable and     | 7. Title  | and          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------------|------------|------------------|-----------------|-----------|--------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |            | Expiration D     | ate             | Amoun     | t of         | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code              | of         | (Month/Day/      | Year)           | Underly   | ying         | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative | e                |                 | Securit   | ies          | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                   | Securities |                  |                 | (Instr. 3 | 3 and 4)     |             | Own    |
|             | Security    |                     |                    | Acquired          |            |                  |                 |           |              |             | Follo  |
|             | •           |                     |                    |                   | (A) or     |                  |                 |           |              |             | Repo   |
|             |             |                     |                    |                   | Disposed   |                  |                 |           |              |             | Trans  |
|             |             |                     |                    |                   | of (D)     |                  |                 |           |              |             | (Instr |
|             |             |                     |                    |                   | (Instr. 3, |                  |                 |           |              |             |        |
|             |             |                     |                    |                   | 4, and 5)  |                  |                 |           |              |             |        |
|             |             |                     |                    |                   |            |                  |                 |           | A manuat     |             |        |
|             |             |                     |                    |                   |            |                  |                 |           | Amount       |             |        |
|             |             |                     |                    |                   |            | Date             | Expiration      |           | Or<br>Number |             |        |
|             |             |                     |                    |                   |            | Exercisable Date | Title Number of |           |              |             |        |
|             |             |                     |                    | C + V             | (A) (D)    |                  |                 |           |              |             |        |
|             |             |                     |                    | Code V            | (A) (D)    |                  |                 |           | Shares       |             |        |

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

JAIN ANIL K

5480 NATHAN LANE N SUITE 120 PLYMOUTH MINNESOTA, MN 55442

## **Signatures**

Reporting Person

ANIL K JAIN 05/02/2008
\*\*Signature of 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).

#### **Remarks:**

These shares were sold under Rule 144 pursuant to a 10b5-1 trading plan.

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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