

XTENT INC
Form 3
January 31, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Andreas Bernard H | | (Month/Day/Year) | XTENT INC [XTNT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/31/2007 | | |
| C/O XTENT, INC., Â 125 CONSTITUTION DRIVE | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | VP Research and Development | |
| MENLO PARK, Â CA Â 94025 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 10,000 | D | Â |
| Common Stock | 140,156 | I <u>(1)</u> | By Bernard H. & Mary C. Andreas Trust Agreement |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Employee Stock Option (Right to Buy) | Â (2) | 02/01/2015 | Common Stock | 11,250 | \$ 0.4 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 08/03/2015 | Common Stock | 1,406 | \$ 0.54 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 02/01/2016 | Common Stock | 12,500 | \$ 1.5 | D | Â |
| Employee Stock Option (Right to Buy) | Â (5) | 05/01/2016 | Common Stock | 5,687 | \$ 3.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Andreas Bernard H C/O XTENT, INC. 125 CONSTITUTION DRIVE MENLO PARK, CA 94025 | Â | Â | Â VP Research and Development | Â |

Signatures

/s/ Bernard H.
Andreas

01/31/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Mr. Andreas is a trustee of the Bernard H. & Mary C. Andreas Trust Agreement and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (2) All shares subject to the option may be exercised immediately but vest as to 1/48 per month following the vesting commencement date of 02/01/2005.
- (3) All shares subject to the option may be exercised immediately but vest as to 1/48 per month following the vesting commencement date of 08/03/2005.
- (4) All shares subject to the option may be exercised immediately but vest as to 1/48 per month following the vesting commencement date of 01/01/2006.
- (5) All shares subject to the option may be exercised immediately but vest as to 1/48 per month following the vesting commencement date of 05/01/2006.

Â

Remarks:

The Date of Event is based upon the date of effectiveness of the Issuer's Registration Statement or
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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