

ZIMMERMAN, JAMIE
Form 4/A
January 08, 2009

FORM 4

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

OMB APPROVAL

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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 *
LITESPEED MASTER FUND,
LTD.

(Last) (First) (Middle)

C/O LITESPEED MANAGEMENT
LLC, 237 PARK AVENUE, SUITE
900

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MoSys, Inc. [MOSY]

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2008

4. If Amendment, Date Original Filed(Month/Day/Year)
12/29/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 12/23/2008 | | S | 85,000 D \$ 1.8454 | 3,128,000 | D ⁽¹⁾ | |
| Common Stock | 12/23/2008 | | S | 0 D \$ 0 | 3,128,000 | I | See footnote ⁽²⁾ |

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

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SEC 1474
(9-02)

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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 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 Disposed of (D) (Instr. 3, 4, and 5) | 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. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LITESPEED MASTER FUND, LTD. C/O LITESPEED MANAGEMENT LLC 237 PARK AVENUE, SUITE 900 NEW YORK, NY 10017 | | X | | |
| Litespeed Management LLC 237 PARK AVENUE SUITE 900 NEW YORK, NY 10017 | | X | | |
| ZIMMERMAN, JAMIE C/O LITESPEED MANAGEMENT LLC 237 PARK AVENUE, SUITE 900 NEW YORK, NY 10017 | | X | | |

Signatures

| | |
|---|------------|
| Litespeed Management, L.L.C. By: /s/ Jamie Zimmerman, Managing Member | 01/08/2009 |
| __Signature of Reporting Person | Date |
| Litespeed Master Fund, Ltd. By: /s/ Jamie Zimmerman, Director | 01/08/2009 |
| __Signature of Reporting Person | Date |
| /s/ Jamie Zimmerman | 01/08/2009 |
| __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) These securities are owned by Litespeed Master Fund, Ltd. (the "Fund"), which is a Reporting Person.

These securities may be deemed to be beneficially owned by Litespeed Management, L.L.C. ("Litespeed"), the investment manager of the

(2) Fund, and Jamie Zimmerman ("Ms. Zimmerman," and together with Litespeed, the "Reporting Persons"), the managing member of Litespeed.

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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