

LIBERATE TECHNOLOGIES

Form 4

July 15, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
NAGEL DAVID C

2. Issuer Name **and** Ticker or Trading
Symbol
LIBERATE TECHNOLOGIES
[LBRT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2655 CAMPUS DRIVE, SUITE 250

3. Date of Earliest Transaction
(Month/Day/Year)
07/13/2005

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

SAN MATEO, CA 94403

(City) (State) (Zip)

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			

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

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information contained in this form are not
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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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title a Underlyi (Instr. 3)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Disposed of (D)		Date Exercisable	Expiration Date	Title
			Code	V	(A)	(D)			
Non-Qualified Stock Option (right to buy)	\$ 94.275	07/13/2005	D ⁽¹⁾			100,000	02/24/2004	02/24/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 94.125	07/13/2005	A ⁽¹⁾		100,000		02/24/2004	02/24/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 14.9625	07/13/2005	D ⁽¹⁾			40,000	02/24/2004	08/16/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 14.8125	07/13/2005	A ⁽¹⁾		40,000		02/24/2004	08/16/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 21.15	07/13/2005	D ⁽¹⁾			10,000	10/24/2000	10/24/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 21	07/13/2005	A ⁽¹⁾		10,000		10/24/2000	10/24/2010	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 7.85	07/13/2005	D ⁽¹⁾			10,000	10/30/2001	10/30/2011	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 7.7	07/13/2005	A ⁽¹⁾		10,000		10/30/2001	10/30/2011	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 0.32	07/13/2005	D ⁽¹⁾			50,000	04/08/2005	07/18/2012	Comm Stocl
Non-Qualified Stock Option (right to buy)	\$ 0.17	07/13/2005	A ⁽¹⁾		50,000		04/08/2005	07/18/2012	Comm Stocl

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAGEL DAVID C 2655 CAMPUS DRIVE, SUITE 250 SAN MATEO, CA 94403	X			

Signatures

/s/ David C.
Nagel

07/15/2005

__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) The outstanding option was adjusted in connection with the Issuer's extraordinary dividend, payable on July 13, 2005. This form shows the reduction in the option exercise price as a result of such adjustment.

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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