

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2010-06-01** | Period of Report: **2010-05-27**

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([HTML Version](#) on secdatabase.com)

REPORTING OWNER

Gast Randall T

CIK: **1416051**

Type: **4** | Act: **34** | File No.: **001-33823** | Film No.: **10870773**

Mailing Address

*C/O 3PAR INC.
4209 TECHNOLOGY DR.
FREMONT CA 94538*

ISSUER

3PAR Inc.

CIK: **1408501** | IRS No.: **770510671** | State of Incorporation: **DE** | Fiscal Year End: **0331**

SIC: **3572** Computer storage devices

Mailing Address

*4209 TECHNOLOGY DRIVE
FREMONT CA 94538*

Business Address

*4209 TECHNOLOGY DRIVE
FREMONT CA 94538
510-413-5999*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person Gast Randall T			2. Issuer Name and Ticker or Trading Symbol 3PAR Inc. [PAR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) VP, Corp Operations		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/27/2010			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
C/O 3PAR INC., 4209 TECHNOLOGY DR.			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) FREMONT, CA 94538								
(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	(A) or (D)	Price			
Common Stock	05/27/2010	05/27/2010	<u>M</u>		10,000	A	\$3.44	10,481	D	
Common Stock	05/27/2010	05/27/2010	<u>S</u>		5,000	D	\$9.3	5,481	D	
Common Stock	05/27/2010	05/27/2010	<u>S</u>		3,600	D	\$9.77	1,881	D	
Common Stock	05/27/2010	05/27/2010	<u>S</u>		1,400	D	\$9.775	481	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Right to Buy (Common Stock)	\$3.44	05/27/2010	05/27/2010	<u>M</u>			10,000	06/05/2007	06/05/2016	Common Stock	10,000	\$ 0	154,999	D

Signatures

Ricardo E. Velez, Atty-in-Fact for Randall T. Gast

** Signature of Reporting Person

06/01/2010

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.