

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**

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

REPORTING OWNER

MILLER KARYN

CIK: **1098898**

Type: **4** | Act: **34** | File No.: **000-23697** | Film No.: **06513313**

Mailing Address

*C/O NEW FRONTIER MEDIA
INC
7007 WINCHESTER CIRCLE
BOULDER CO 80301*

Business Address

3034440900

ISSUER

NEW FRONTIER MEDIA INC

CIK: **847383** | IRS No.: **841084061** | State of Incorpor.: **CO** | Fiscal Year End: **0331**

SIC: **7822** Motion picture & video tape distribution

Mailing Address

*7007 WINCHESTER CIRCLE
SUITE 200
BOULDER CO 80301*

Business Address

*7007 WINCHESTER CIRCLE
SUITE 200
BOULDER CO 80301
3037868700*

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 MILLER KARYN			2. Issuer Name and Ticker or Trading Symbol NEW FRONTIER MEDIA INC [NOOF]			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) Chief Financial Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2006			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		
7007 WINCHESTER CIRCLE, SUITE 200			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) BOULDER, CO 80301								
(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	01/03/2006		M		5,106	A	\$4	11,106	D	
Common Stock	01/03/2006		S		5,106 ⁽¹⁾	D	\$7.0214	6,000	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						Title
Incentive Stock Option (right to buy)	\$4	01/03/2006		M		5,106		12/30/2001	12/30/2009	Common Stock	5,106	\$0	12,002	D	
Incentive Stock Option (right to buy)	\$6.42							07/12/2009 ⁽²⁾	07/12/2015	Common Stock	46,728		46,728	D	

Incentive Stock Option (right to buy)	\$7.84							03/31/2006 ⁽³⁾	06/14/2014	Common Stock	25,510		25,510	D
Non-Qualified Stock Option (right to buy)	\$4							12/30/2001	12/30/2009	Common Stock	53,892		53,892	D
Non-Qualified Stock Option (right to buy)	\$6.42							07/12/2009 ⁽⁴⁾	07/12/2015	Common Stock	53,272		53,272	D
Non-Qualified Stock Option (right to buy)	\$7.84							03/31/2006 ⁽³⁾	06/14/2014	Common Stock	11,990		11,990	D
Non-Qualified Stock Option (right to buy)	\$8.62							03/31/2006 ⁽³⁾	06/14/2014	Common Stock	37,500		37,500	D

Explanation of Responses:

1. All common stock sales are pursuant to a 10b5-1 plan.
2. These options vest: 15,576 July 12, 2007; 15,576 July 12, 2008; and 15,576 July 12, 2009.
3. These options vest 50% on June 14, 2005 and 50% on March 31, 2006.
4. These options vest: 25,000 July 12, 2006; 9,424 July 12, 2007; 9,424 July 12, 2008; and 9,424 July 12, 2009.

Signatures

/s/ Karyn L. Miller

** Signature of Reporting Person

01/05/2006

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.

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