

MOSHAYEDI MEHRDAD

Form 4/A

February 16, 2010

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MOSHAYEDI MEHRDAD

(Last) (First) (Middle)

C/O STEC, INC., 3001 DAIMLER
STREET

(Street)

SANTA ANA, CA 92705-5812

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

STEC, INC. [STEC]

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

08/11/2009

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

08/13/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
PRESIDENT, COO, CTO, SECRETARY

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☒ 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	(A) or (D)	Price
Common Stock	08/11/2009		S ⁽¹⁾		3,359,040	D	\$ 29.76
					3,739,885	⁽²⁾ I	
							BY TRUST ⁽³⁾

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

**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 control
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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)

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
MOSHAYEDI MEHRDAD C/O STEC, INC. 3001 DAIMLER STREET SANTA ANA, CA 92705-5812	X		PRESIDENT, COO, CTO, SECRETARY	
M&S MOSHAYEDI REVOCABLE TRUST DTD 9-28-98 C/O STEC, INC. 3001 DAIMLER STREET SANTA ANA, CA 92705-5812				FORMER 10% BENEFICIAL OWNER
MOSHAYEDI SEMIFA C/O STEC, INC. 3001 DAIMLER STREET SANTA ANA, CA 92705-5812				CO-TRUSTEE

Signatures

/s/ MEHRDAD (MARK) MOSHAYEDI	02/16/2010
__Signature of Reporting Person	Date
/s/ M&S MOSHAYEDI REVOCABLE TRUST DTD 9-28-98	02/16/2010
__Signature of Reporting Person	Date
/s/ SEMIRA MOSHAYEDI	02/16/2010
__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).

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- (1) On August 11, 2009, pursuant to an underwriting agreement dated August 5, 2009, among STEC, Inc. (the "Company"), the selling shareholders named therein (Manouch Moshayedi and Mark Moshayedi, both officers and directors of the Company) (the "Selling Shareholders"), and J.P. Morgan Securities Inc. and Deutsche Bank Securities Inc., as representatives of the several underwriters named therein (the "Underwriters"), the Selling Shareholders sold 9,000,000 of their outstanding shares of the Company's common stock to the Underwriters at a per share price of \$29.76 (for aggregate proceeds, before expenses, of \$267,840,000).
- (2) Due to the transposition of numbers, the aggregate holdings reported in Table I, Box 5 for this reported transaction were incorrect. This amended Form 4 is filed solely for the purpose of correcting the aggregate holdings for the referenced line item.
- (3) As reported in Form 4 filed on August 13, 2009, these shares were owned directly by the M. and S. Moshayedi Revocable Trust, dated 9/25/98, and indirectly by Mark Moshayedi and Semira Moshayedi as co-trustees of this trust. Each of the co-trustees disclaims beneficial ownership of these securities except to the extent of his or her pecuniary interest therein. Due to the sale described in footnote (1) above, the M. and S. Moshayedi Revocable Trust, dated 9/28/98 (of which Semira Moshayedi is co-trustee) is no longer a 10% beneficial owner of the Company's common stock, and thereby is no longer subject to Section 16. The checked box in the top left corner of the Form 4 filed on August 13, 2009 related solely to the M. and S. Moshayedi Revocable Trust, dated 9/25/98, and Semira Moshayedi. Mark Moshayedi remains subject to Section 16.

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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