

NIENBERG NICOLAS
Form 4
June 20, 2007

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 *
NIENBERG NICOLAS

2. Issuer Name and Ticker or Trading Symbol
ACTUATE CORP [ACTU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ACTUATE CORPORATION, 701
GATEWAY BOULEVARD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/18/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & Chief Architect

SOUTH SAN
FRANCISCO, CA 94080

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

(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 | 06/18/2007 | 06/18/2007 | | M | 100,000 | A | \$ 3.75 |
| Common Stock | 06/18/2007 | 06/18/2007 | | M | 20,000 | A | \$ 3.53 |
| Common Stock | 06/18/2007 | 06/18/2007 | | S | 100,000 (1) | D | \$ 6.26 |
| Common Stock | 06/18/2007 | 06/18/2007 | | S | 20,000 (1) | D | \$ 6.26 |

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 number.

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(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 (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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----------------|--|---|----------------------|
| | | | | | Acquired (A) | Disposed of (D) | | Title | Amount |
| Option (right to buy) | \$ 3.75 | 06/18/2007 | 06/18/2007 | M | 100,000 | | 10/29/2001 ⁽²⁾ | 10/29/2011 | Common Stock 100,000 |
| Option (right to buy) | \$ 3.53 | 06/18/2007 | 06/18/2007 | M | 20,000 | | 12/11/1998 ⁽²⁾ | 12/11/2008 | Common Stock 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NIERENBERG NICOLAS ACTUATE CORPORATION 701 GATEWAY BOULEVARD SOUTH SAN FRANCISCO, CA 94080 | X | | Chairman & Chief Architect | |

Signatures

/s/ Nicolas C. Nierenberg 06/20/2007

**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) Sale of shares pursuant to Rule 10b5-1 Plan adopted on May 30, 2007
- (2) Option vests 25% annually on anniversary of grant date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.