3COM CORP Form 4 February 03, 2006

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

0.5

January 31, Expires:

**OMB APPROVAL** 

2005 Estimated average

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person \* WILLEBEEK LEMAIR MARC

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(First)

3COM CORP [COMS] (Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 02/01/2006

Director 10% Owner

(Check all applicable)

X\_ Officer (give title

Other (specify

below)

VP & Chief Technology Officer

350 CAMPUS DRIVE

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

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person Dominative Committee Apprimed Disposed of an Domesically O

#### MARLBOROUGH, MA 01752-3064

(State)

(Street)

(State)	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Form: Direct	Indirect	
	any	Code	ode (D)			Beneficially	(D) or	Beneficial
	(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				(A)		*		
						` '		
		Code V	Amount	(D)	Price	(Instr. 3 and 4)		
02/01/2006		17	1 205	D	\$	505 715	D	
02/01/2000		Г	4,283	ע	4.86	303,713	D	
					<b>¢</b>			
02/01/2006		F	6,612	D		499,103	D	
					4.00			
02/01/2006		Б	2.067	Ъ	\$	105 126	D	
02/01/2006		Г	3,967	D	4.86	493,136	D	
	2. Transaction Date (Month/Day/Year)  02/01/2006	2. Transaction Date (Month/Day/Year)  2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)  02/01/2006	2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8)  Code V  02/01/2006 F  02/01/2006 F	2. Transaction Date 2A. Deemed 3. 4. Securi (Month/Day/Year) Execution Date, if any Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3, Code V Amount 02/01/2006 F 4,285	2. Transaction Date 2A. Deemed 3. 4. Securities Admental (Month/Day/Year) Execution Date, if any Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and Code V Amount (D) Code V Amount (D) F 4,285 D F 6,612 D	2. Transaction Date (Month/Day/Year)	2. Transaction Date   2A. Deemed   3.   4. Securities Acquired   5. Amount of   Securities any   Code   (D)   Beneficially   Owned   Following   Reported   Transaction(s)   Or   Code   V Amount   (D)   Price   F   4,285   D   \$4.86   \$499,103   \$4.86   \$499,103   \$4.86   \$499,103   \$4.86   \$4.	2. Transaction Date (Month/Day/Year)   2A. Deemed (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   (Instr. 8) (Instr. 3, 4 and 5)   Code (D) (Instr. 4)   (Instr. 4)      Code   V   Amount (D)   Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

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### Edgar Filing: 3COM CORP - Form 4

#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	•	Title	Number		
						Lacroisdoic	Dute		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILLEBEEK LEMAIR MARC 350 CAMPUS DRIVE MARLBOROUGH, MA 01752-3064

VP & Chief Technology Officer

### **Signatures**

Marc H.

Willebeek-LeMair 02/02/2006

\*\*Signature of Reporting Date
Person

## **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).

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.

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