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MICDOTUNE INC

Form 4	NC									
February 12, 200	8									
FORM 4								-	PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287 January 31,	
Check this box if no longer										
subject to Section 16. Form 4 or Form 5		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							2005 average urs per . 0.5	
obligations may continue. See Instruction 1(b).	Section 17(a) of the l	Public U	Itility Hol	ding Con		of 1935 or Secti			
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> FONTAINE JAMES A			Symbol	er Name an OTUNE I		Ū.	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Cho	eck all applicabl	e)	
2201 TENTH STREET			(Month/Day/Year) 02/12/2008				X Director 10% Owner X Officer (give title Other (specify below) below) CEO & President			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
PLANO, TX 75	074						Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			c		Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Report of	n a separate line	e tor each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 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. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of					(In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	02/12/2008		А		35,000		(2)	(2)	Common Stock	35,000	4

Reporting Owners

<u>**</u>Signature of Reporting Person

Reporting Owner Name / Addre	SS	Relationships							
	Director	10% Owner	Officer	Other					
FONTAINE JAMES A 2201 TENTH STREET PLANO, TX 75074	X		CEO & President						
Signatures									
/s/ James A. Fontaine	02/12/2008								

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each restricted stock unit represents a contingent right to receive one share of Microtune common stock.

The number of restricted stock units that shall actually vest shall be determined based on the Compensation Committee's review and evaluation of Microtune's performance in fiscal year 2008 based upon the terms and conditions of Microtune's 2008 Incentive

(2) Compensation Program, which was adopted on February 8, 2008 by the Board of Directors of Microtune, upon the recommendation of the Compensation Committee thereof. Any restricted stock units that do not vest upon the Compensation Committee's determination shall be forfeited and returned to the Amended and Restated Microtune, Inc. 2000 Stock Plan.

As of February 12, 2008, the reporting person holds 115,000 restricted stock units, including 80,000 that were granted under the
 (3) Amended and Restated Microtune, Inc. 2000 Stock Plan on May 10, 2007 and which vest over time and 35,000 restricted stock units that were granted under Microtune's 2008 Incentive Compensation Program effective on February 12, 2008.

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.