

INSIGNIA SOLUTIONS PLC

Form 5

August 24, 2005

FORM 5**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).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Pino Vincent S

(Last) (First) (Middle)

C/O INSIGNIA
SOLUTIONS, 41300 CHRISTY
STREET

(Street)

FREMONT, CA 94538

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
INSIGNIA SOLUTIONS PLC
[INSG]3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
10/18/20044. If Amendment, Date Original
Filed (Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Ordinary Shares represented by American Depository Shares	10/18/2004	Â	P	208,333 A	\$ 1.06 (1)	208,333 D	Â

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

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3)
					(A) (D)	Date Exercisable Expiration Date	Title
Warrants-right to buy Ord. Shares American Depositary Shares	\$ 1.06 ⁽¹⁾	10/18/2004	Â	P	52,083 Â	04/18/2005 04/18/2010	Ordinary Shares represented by American Depositary Shares
Warrants-right to buy Ord. Shares American Depositary Shares	\$ 1.06 ⁽¹⁾	10/18/2004	Â	G	Â 52,083	04/18/2005 04/18/2010	Ordinary Shares represented by American Depositary Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pino Vincent S C/O INSIGNIA SOLUTIONS 41300 CHRISTY STREET FREMONT, CA 94538	Â X	Â	Â	Â

Signatures

/s/ Vincent S. Pino 08/23/2005

**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).

The Exercise Price shall be at least the US Dollar equivalent of 20.5 pence per American Depositary Share calculated by reference to the
(1) average currency conversion rate quoted by the Bank of America in London as the price for Pounds Sterling purchased with Us Dollars prevailing at the date the Warrant is exercised.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.