POWER ONE INC Form 4

September 12, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

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

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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.

(First)

30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Middle)

(Print or Type Responses)

JACOBY JON E M

(Last)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading

Symbol

POWER ONE INC [PWER]

3. Date of Earliest Transaction (Month/Day/Year) 09/08/2006

(Street)

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

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Estimated average

burden hours per

Expires:

response...

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

_X__ Director _X__ 10% Owner _Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

LITTLE ROCK, AR 72201

111 CENTER STREET

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			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)				
			Code V	Amount	(D)	Price	(Instr. 3 and 4)					
Common Stock	09/08/2006		J <u>(1)</u>	276,510	D	\$0	0 (1)	I	By LLC			
Common Stock	09/08/2006		<u>J(1)</u>	10,577	A	\$0	132,955	I	By Jacoby Enterprises Inc.			
Common Stock	09/08/2006		<u>J(1)</u>	3,219	A	\$0	20,682	I	By J&J Partners			
Common Stock	09/08/2006		<u>J(2)</u>	480	A	\$0	9,147	D				
Common Stock	09/08/2006		J <u>(3)</u>	2,782	A	\$0	11,929	D				

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Common Stock	09/08/2006	J <u>(4)</u>	403	A	\$0	12,332	D		
Common Stock						60,000	I	By LLC	
Common Stock						30,566	I	By trust	
Common Stock						713,042 (5)	I	By voting trust	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly									

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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. Transa Code (Instr.	ection	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
				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				
JACOBY JON E M								
111 CENTER STREET	X	X						
LITTLE ROCK, AR 72201								

Signatures

Todd Ferguson, attorney in fact for reporting person 09/12/2006 **Signature of Reporting Person Date

2 Reporting Owners

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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) Reflects receipt of shares through a pro rata liquidating distribution by Stephens di/dt LLC, of which reporting person is a non-managing member. In prior reports, reporting person reported beneficial ownership of all shares held by the LLC.
- (2) Pro rata distribution from Stephens Investment Partners 2000C LLC, of which reporting person is a non-managing member.
- (3) Pro rata distribution from Stephens Investment Partners 2001A LLC, of which reporting person is a non-managing member.
- (4) Pro rata distribution from Stephens Investment Partners 2001C LLC, of which reporting person is a non-managing member.
- (5) Includes 134,048 shares beneficially owned by reporting person, 295,450 shares beneficially owned by corporation, and 283,544 shares beneficially owned by corporation.

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.