

BROADCASTER INC
Form 4/A
December 06, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
Quan Nolan

(Last) (First) (Middle)

9201 OAKDALE AVENUE, SUITE 201

(Street)

CHATSWORTH, CA 91311

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BROADCASTER INC [BCSR.OB]

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)
12/05/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify 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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock ⁽¹⁾ | 11/15/2006 | | P | 5,000 A \$ 1.15 | 5,000 | I | Footnote ⁽²⁾ |
| Common Stock ⁽¹⁾ | 11/16/2006 | | P | 20,000 A \$ 1.1395 | 25,000 | I | Footnote ⁽²⁾ |
| Common Stock ⁽¹⁾ | 11/16/2006 | | P | 20,537 A \$ 1.13 | 45,537 | I | Footnote ⁽²⁾ |
| Common Stock ⁽¹⁾ | 11/16/2006 | | P | 5,000 A \$ 1.15 | 50,537 | I | Footnote ⁽²⁾ |
| Common Stock ⁽¹⁾ | 11/17/2006 | | P | 1,800 A \$ 1.15 | 52,337 | I | Footnote ⁽²⁾ |

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| | | | | | | | | | |
|-------------------------|------------|--|---|--------|---|---------|-------------------|---|---------------------|
| Common Stock <u>(1)</u> | 11/28/2006 | | P | 1,000 | A | \$ 1.17 | 53,337 | I | Footnote <u>(2)</u> |
| Common Stock <u>(1)</u> | 11/29/2006 | | P | 6,000 | A | \$ 1.17 | 59,337 | I | Footnote <u>(2)</u> |
| Common Stock <u>(1)</u> | 12/01/2006 | | P | 7,500 | A | \$ 1.17 | 66,837 | I | Footnote <u>(2)</u> |
| Common Stock <u>(1)</u> | 12/04/2006 | | P | 10,000 | A | \$ 1.17 | 76,837 | I | Footnote <u>(2)</u> |
| Common Stock <u>(3)</u> | 12/05/2006 | | P | 17,000 | A | \$ 1.17 | 93,837 <u>(3)</u> | I | Footnote <u>(2)</u> |
| Common Stock <u>(1)</u> | 12/06/2006 | | P | 6,163 | A | \$ 1.17 | 100,000 | I | Footnote <u>(2)</u> |
| Common Stock <u>(1)</u> | | | | | | | 4,640,000 | I | Footnote <u>(4)</u> |
| Common Stock <u>(1)</u> | | | | | | | 4,640,000 | I | Footnote <u>(5)</u> |
| Common Stock <u>(1)</u> | | | | | | | 9,280,000 | I | Footnote <u>(6)</u> |
| Common Stock <u>(1)</u> | | | | | | | 2,320,000 | I | Footnote <u>(7)</u> |

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| Quan Nolan 9201 OAKDALE AVENUE, SUITE 201 CHATSWORTH, CA 91311 | | X | | |

Signatures

/s/ Nolan Quan 12/06/2006

__Signature of Date
Reporting 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).
- (1) The reporting person is amending the Form 4 to add these transactions for which information was not readily available at the time of filing of the prior Form 4.
 - (2) By the Rosen-Quan Family Trust dtd 7/30/99 of which the reporting person is a trustee.
 - (3) This line is being amended to correct the total in column 5.
 - (4) By Software People, LLC of which the reporting person is the managing member.
 - (5) By Trans Global Media, LLC of which the reporting person is the managing member.
 - (6) By Broadcaster, LLC of which the reporting person is the managing member.
 - (7) By Access Media Technologies, LLC of which the reporting person is the managing member.

Remarks:

The filing of this statement shall not be construed as an admission (a) that the person filing this statement is, for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner of any equity securities covered by this statement, or (b) that this statement is legally required to be filed by such person.

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.