THORATEC CORP Form 4

November 04, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person \* HOLBROOK GEORGE W JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

6035 STONERIDGE DRIVE

(Middle)

3. Date of Earliest Transaction

THORATEC CORP [THOR]

(Check all applicable)

(First)

(Street)

(Month/Day/Year)

X\_ Director 10% Owner Officer (give title Other (specify

11/02/2005

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

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

below)

PLEASANTON, CA 94588

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect Beneficial Owned Ownership Following (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

or (Instr. 3 and 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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Derivative Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

4. 5. TransactionNumber Code of (Instr. 8) Derivative

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

8. Price Derivativ Security (Instr. 5)

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	Derivative Security				Acq	osed O) er. 3,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Variable Prepaid Forward Contract	<u>(1)</u>	11/02/2005(1)	J <u>(1)</u>		1 (1)		<u>(1)</u>	<u>(1)</u>	Common Stock	134,000	(1)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOLBROOK GEORGE W JR 6035 STONERIDGE DRIVE PLEASANTON, CA 94588	X						

## **Signatures**

/s/D. Keith Grossman, Attorney-In-Fact

11/04/2005

\*\*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).

On November 2, 2005, Bradley Resources Company ("Bradley") entered into a prepaid variable forward agreement (the "Contract") with UBS Securities LLC ("UBS") relating to the forward sale of up to 134,000 shares of Issuer Common Stock held by Bradley. Bradley is an investment partnership of which the Reporting Person is a general partner. In exchange for receiving a prepayment of \$2,154,251.00 representing 81.4% of a price of \$19.75 per share, Bradley has an obligation to deliver up to 134,000 shares of Issuer Common Stock, or the cash equivalent, to UBS on November 6, 2008 (the "Settlement Date"). The number of shares of Issuer Common Stock which Bradley may be required to deliver on the Settlement Date will be reduced if and to the extent the closing price of the Issuer Common Stock on the Settlement Date is more than \$19.75; provided, however, that the number of shares that Bradley will be required to deliver will not be reduced below approximately 99,000 shares.

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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