Edgar Filing: NATIONAL INSTRUMENTS CORP /DE/ - Form 4

NATIONAL INSTRUMENTS CORP /DE/ Form 4 November 08, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						OMB APPROVAL			
Washington, D.C. 20549							OMB Number:	3235-0287	
Check this if no long						Expires:	January 31, 2005		
subject to Section 10 Form 4 or	subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES							Estimated average burden hours per response 0	
Form 5 obligations may continue. See Instruction 1(b). 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 R	esponses)								
ZOGAS PETER Symbol			-			5. Relationship of Reporting Person(s) to Issuer			
	ATIONAL INSTRUMENTS DRP /DE/ [NATI]				(Check all applicable)				
(Last) 11500 N. M	f Earliest Transaction Day/Year) 006			Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President					
(Street) 4. If Ame			nendment, Date Original			6. Individual or Joint/Group Filing(Check			
AUSTIN, TZ	nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Z	Zip) Tab	le I - Non-D	erivative	Securi	ties Acc	quired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securi on(A) or D (D) (Instr. 3,	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	11/07/2006		Code V S	Amount 2,613	(D) D	Price \$ 30.8	(Instr. 3 and 4) 51,367	D	

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.

 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)	4. Transactio Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Securi (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Edgar Filing: NATIONAL INSTRUMENTS CORP /DE/ - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ZOGAS PETER 11500 N. MOPAC EXPWY AUSTIN, TX 78759			Senior Vice President				
Signatures							
David G. Hugley as attorney-in-fact for Peter							
Zogas			11/08/2006				
<u>**</u> Signature of Reporting P	Date						
Explanation of Responses:							

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).

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.