

BRUGGEMAN JOHN J
Form 4
March 26, 2009

FORM 4

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).

**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: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRUGGEMAN JOHN J

2. Issuer Name **and** Ticker or Trading
Symbol
WIND RIVER SYSTEMS INC
[WIND]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
500 WIND RIVER WAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/24/2009

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Chief Marketing Officer

ALAMEDA, CA 94501

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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. 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)
Common Stock	03/24/2009		M	3,325 A	\$ 3,325	D	
Common Stock	03/24/2009		F	1,427 D	\$ 1,898	D	
Common Stock					2,410.9868 ⁽³⁾	I	Under 401(k) Plan

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**

SEC 1474
(9-02)

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(4)	03/24/2009		M	3,325	03/24/2009	(5)	Common Stock	3,325

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BRUGGEMAN JOHN J 500 WIND RIVER WAY ALAMEDA, CA 94501	Chief Marketing Officer

Signatures

/s/ Ian R. Halifax, by Power of Attorney

03/26/2009

__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).

- (1) The reporting person received shares of Wind River common stock upon vesting of some of the restricted stock units granted on March 24, 2008.
- (2) Upon the vesting and the release of some of the restricted stock units granted to the reporting person on March 24, 2008, some of the vested restricted stock units were withheld to cover applicable income and payroll withholding taxes due on the release of the units.
As of March 24, 2009, the reporting person owned 7,498.284 units, which units represent interests in a Wind River 401(k) Plan. As of
- (3) March 24, 2009, those units equate in value to approximately 2,410.9868 shares of Wind River common stock at the closing price of Wind River common stock on March 24, 2009, of \$6.50. This information is based on a plan statement dated as of March 24, 2009
- (4) Some of the restricted stock units granted to the reporting person on March 24, 2008 vested and the reporting person received shares of Wind River common stock as reported in Table I above.

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(5) The restricted stock units vest in four equal installments beginning on March 24, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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