

Schoener Anthony P
 Form 4
 December 22, 2009

FORM 4

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

OMB APPROVAL

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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 *
 Schoener Anthony P

2. Issuer Name and Ticker or Trading Symbol
 Starent Networks, Corp. [STAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 30 INTERNATIONAL PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/18/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 V.P. Engineering

TEWKSBURY, MA 01876

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/18/2009		G		6,000	D	\$ 0
Common Stock	12/18/2009		D		171,634	D	<u>(1)</u> 0
Common Stock	12/18/2009		D		43,000	D	<u>(2)</u> 0
						I	See Footnote <u>(3)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Amount or Number of Shares
ISO	\$ 0.3	12/18/2009		D	5,000	<u>(4)</u> 01/23/2013	Common Stock	5,000
NQSO	\$ 1.65	12/18/2009		D	19,508	<u>(5)</u> 07/26/2015	Common Stock	19,500
ISO	\$ 1.65	12/18/2009		D	85,492	<u>(6)</u> 07/26/2015	Common Stock	85,492
NQSO	\$ 1.65	12/18/2009		D	17,708	<u>(7)</u> 09/29/2016	Common Stock	17,708
ISO	\$ 1.65	12/18/2009		D	65,624	<u>(8)</u> 09/29/2016	Common Stock	65,624
NQSO	\$ 8.25	12/18/2009		D	9,333	<u>(9)</u> 04/13/2017	Common Stock	9,333
ISO	\$ 8.25	12/18/2009		D	17,333	<u>(10)</u> 04/13/2017	Common Stock	17,333
NQSO	\$ 12.97	12/18/2009		D	75,000	<u>(11)</u> 03/19/2018	Common Stock	75,000
NQSO	\$ 16.11	12/18/2009		D	50,788	<u>(12)</u> 04/17/2019	Common Stock	50,788

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schoener Anthony P 30 INTERNATIONAL PLACE TEWKSBURY, MA 01876			V.P. Engineering	

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