

LANDIES GORDON
Form 4
June 10, 2005

FORM 4

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

OMB APPROVAL

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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 *
LANDIES GORDON

2. Issuer Name and Ticker or Trading Symbol
INTERNATIONAL MICROCOMPUTER SOFTWARE INC /CA/ [IMSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)
100 ROWLAND WAY, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2005

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

NOVATO, CA 94945
(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 | 06/08/2005 | 06/08/2005 | S | 800 | D \$ 1.1 489,200 | I | Owned by the Barbara Landies Living Trust, Gordon Landies Trustee |
| Common Stock | 06/09/2005 | 06/09/2005 | S | 19,200 | D \$ 1.0909 470,000 | I | Owned by the |

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| | | | | | | | | | |
|--------------|------------|------------|---|---------|---|---------|---------|---|---|
| Common Stock | 06/10/2005 | 06/10/2005 | S | 160,000 | D | \$ 1.06 | 310,000 | I | Barbara Landies Living Trust, Gordon Landies Trustee Owned by the Barbara Landies Living Trust, Gordon Landies Trustee |
| Common Stock | | | | | | | 7,440 | I | Owned by Abigail Landies, daughter |
| Common Stock | | | | | | | 7,440 | I | Owned by Meghan Landies, daughter |
| Common Stock | | | | | | | 7,440 | I | Owned by Hannah Landies, daughter |
| Common Stock | | | | | | | 7,440 | I | Owned by Graham Landies, son |
| Common Stock | | | | | | | 11,420 | I | Owned by a trust to benefit Abigail Landies, daughter |
| Common Stock | | | | | | | 11,420 | I | Owned by a trust to benefit Meghan Landies, |

| | | | | | | | | | |
|--------------|------------|------------|---|--------|---|----------|--------|---|--|
| Common Stock | | | | | | | 11,420 | I | daughter Owned by a trust to benefit Hannah Landies, daughter |
| Common Stock | | | | | | | 11,420 | I | Owned by a trust to benefit Graham Landies, son |
| Common Stock | 06/10/2005 | 06/10/2005 | C | 50,000 | A | \$ 0.875 | 64,560 | 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.

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Warrants | (1) | | | | | (2) | (3) | Common Stock | 900,000 |
| Common Stock Option | \$ 0.875 | 06/10/2005 | 06/10/2005 | C | 50,000 | 02/28/2001 | 02/28/2010 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

LANDIES GORDON
100 ROWLAND WAY
SUITE 300
NOVATO, CA 94945

President

Signatures

William Bush

06/10/2005

__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).
- (1) Exercise prices range from \$0.81 to \$1.15.
 - (2) All warrants are currently exercisable and became exercisable from 4/4/2003 thru 10/29/2004.
 - (3) The warrants expire in the range of 10/29/2008 to three years after the termination of Mr. Landies employment.

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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