RANNINGER REBECCA Form 4 January 31, 2003

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

#### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

1.	Person* (	I Address of Re Last, First, Midd GER, REBECC	dle)	2.	Trad	er Name and Ticker ling Symbol IANTEC CORPORA	-	3.	I.R.S. Identificat Person, if an ent	tion Number of Reporting ity (Voluntary)			
		EC CORPORA EVENS CREEK		4.		ement for (Month/De	ay/Year)	5.	If Amendment, Date of Original (Month/Day/Year)				
		(Street)	(Street)		6.		tionship of Reportin er (Check All Applica		7.	Individual or Joint/Group Filing (Check Applicable Line)			
	CUPERTI	CUPERTINO, CA 95014			o	Director O	10% Owner		x	Form filed by One Reporting Person			
	(City)	(State)	(Zip)		X	Officer (give title	,		o	Form filed by More than One Reporting			
					O	Other (specify be SENIOR VICE HUMAN RESOU	PRESIDENT			Person			

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

\* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

Securi (Instr.	ty	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
						Code V	Amount	(A) or (D)	Price					
COMN		01/30/03				M	5,240	A	10.50					
COMN		01/30/03				M	10,000	A	17.281					
COMN		01/30/03				S	3,000	D	46.76					
COMN STOC		01/30/03				S	6,000	D	46.78					
COMN		01/30/03				S	3,700	D	46.79					
COMN		01/30/03				S	2,540	D	46.81		19,159	D		

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# $\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative 2. Security (Instr. 3)		Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	3a. Deemed Execution Date, if any (Month/Day/Year)		 		Number of Derivative Securities Acquired (A) or Disposes (D) (Instr. 3, 4 and 5)		
							Code V		(A)	( <b>D</b> )	
OPTION TO BUY STOCK		10.50		01/30/03			M			D	
					Page	3					

5.	Date Exercis Expiration E (Month/Day/	<b>Date</b>	7.	Title and Ar of Underlyin (Instr. 3 and	ng Securities	8.	Price of Derivative Security (Instr. 5)	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownershij (Instr. 4)
	Date Exercisable	Expiration Date		Title	Amount or Number of Shares							
				COMMON STK	5,240					D		
				COMMON STK	10,000			262,816				

M -- Exercise or conversion of derivative security exempted pursuant to Rule 16b3

S--Sale of shares

/S/ REBECCA RANNINGER		
**Signature of Reporting Person	Date	

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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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).