

GALLOWAY BRUCE  
Form 4  
June 05, 2006

**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 \*  
GALLOWAY BRUCE

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
12/12/2005

GALLOWAY CAPITAL MANAGEMENT, LLC, 750 FIFTH AVE.

(Street)

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

NEW YORK, NY 10019

(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  | (D)  | Price                             |
| IMSI Common Stock               |                                      |  |                                |   | 217,000   | D  |                                   |
| IMSI Common Stock               |                                      |  |                                |   | 41,500  | I  | Owned by Sara Galloway, wife      |
| IMSI Common                     | 04/25/2006                           |  | P                              | 25,000  | A   | I  | See footnote <sup>(1)</sup>       |
|                                 |                                      |  |                                |   | \$ 1.325  |  |                                   |

Stock

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

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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 |
| IMSI                                       | \$ 0.9   | 12/12/2005                           | 12/12/2005   | A                              |   | 100,000  |     | 12/12/2006  | 12/12/2015      | IMSI Common Stock | 100,000                    |
| IMSI                                       | \$ 1.9   | 05/23/2006                           | 05/23/2006   | A                              |   | 65,000   |     | (2)   | 05/23/2006      | IMSI Common Stock | 65,000                     |
| IMSI                                       | \$ 1.88  | 06/01/2006                           | 06/01/2006   | A                              |   | 10,000   |     | (2)   | 06/01/2016      | IMSI Common Stock | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| GALLOWAY BRUCE<br>GALLOWAY CAPITAL MANAGEMENT, LLC<br>750 FIFTH AVE.<br>NEW YORK, NY 10019 | X             |           |         |       |

## Signatures

/s/ Bruce  
Galloway

04/25/2006

\*\*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) Of which Bruce Galloway is a managing member of the General Partner of the entity which owns these shares
  - (2) Options vest quarterly over 1 year from grant 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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