

CHAN SHIU LEUNG
Form 5
April 10, 2003

Form 5

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, DC 20549**

OMB APPROVAL
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**ANNUAL STATEMENT OF CHANGES
BENEFICIAL OWNERSHIP**

[] Check box if no longer
subject to Section 16. Form
4 or Form 5 obligations
may continue. See
instructions 1(b).

[] Form 3 Holdings Reported

[X] Form 4 Transactions
Reported

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

| | | | | | | | | | |
|---|---------|----------|---|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person* Chan, Shiu Leung | | | 2. Issuer Name and Ticker or Trading Symbol Vialta, Inc. (VLTA) | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Chairman of the Board | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Year 12/31/2002 | | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| 48401 Fremont Boulevard | | | | 5. If Amendment, Date of Original (Month/Year) | | | | | |
| (Street) | | | 94538 | | | | | | |
| (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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | | | | | A | | | 644,744 | D | |
| Common Stock | | | | | A | | | 5,748,960 | I | Spouse |
| Common Stock | | | | | A | | | 8,042,932 | I | Spouse Trust |
| Common Stock | | | | | A | | | 2,283,757 | I | Children's Trust |
| Common Stock | | | | | A | | | 2,119,447 | I | Fred and Annie Trust |
| Common Stock | | | | | A | | | 4,400,000 | D | |
| Common Stock | | | | | A | | | 8,800,000 | I | By Corporation |

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

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(Over)
SEC 2270
(9-02)

FORM 5 (continued)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Description of Derivative Security | 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) |
|---------------------------------------|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Option | .27 | 10/05/1999 | | A | | 1,000,000 | | 09/01/2003 | 10/05/2009 | Common Stock | 1,000,000 | | 1,000,000 | D |
| Qualified Option | 0.00 | | | A | | 401,880 | | 07/03/2001 | 07/03/2006 | Common Stock | 401,880 | | 401,880 | D |
| Qualified Option | 0.00 | | | A | | 295,500 | | 01/03/2003 | 01/03/2011 | Common Stock | 295,500 | | 295,500 | D |

Explanation of Responses:

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

/s/ Shiu Leung Chan

04/08/2003

**Signature of Reporting Person
Holly D. Maxfield

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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