

POWER ONE INC
Form 4
September 12, 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 *
JACOBY JON E M

(Last) (First) (Middle)
111 CENTER STREET
(Street)

LITTLE ROCK, AR 72201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
POWER ONE INC [PWER]

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/08/2006		J(1)		276,510	D	\$ 0
					0	(1)	
						I	By LLC
Common Stock	09/08/2006		J(1)		10,577	A	\$ 0
					132,955		
						I	By Jacoby Enterprises Inc.
Common Stock	09/08/2006		J(1)		3,219	A	\$ 0
					20,682		
						I	By J&J Partners
Common Stock	09/08/2006		J(2)		480	A	\$ 0
					9,147		
						D	
Common Stock	09/08/2006		J(3)		2,782	A	\$ 0
					11,929		
						D	

Common Stock	09/08/2006	J ⁽⁴⁾	403	A	\$ 0	12,332	D	
Common Stock						60,000	I	By LLC
Common Stock						30,566	I	By trust
Common Stock						713,042 ⁽⁵⁾	I	By voting trust

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACOBY JON E M 111 CENTER STREET LITTLE ROCK, AR 72201	X	X		

Signatures

Todd Ferguson, attorney in fact for reporting person

09/12/2006

**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) Reflects receipt of shares through a pro rata liquidating distribution by Stephens di/dt LLC, of which reporting person is a non-managing member. In prior reports, reporting person reported beneficial ownership of all shares held by the LLC.
- (2) Pro rata distribution from Stephens Investment Partners 2000C LLC, of which reporting person is a non-managing member.
- (3) Pro rata distribution from Stephens Investment Partners 2001A LLC, of which reporting person is a non-managing member.
- (4) Pro rata distribution from Stephens Investment Partners 2001C LLC, of which reporting person is a non-managing member.
- (5) Includes 134,048 shares beneficially owned by reporting person, 295,450 shares beneficially owned by corporation, and 283,544 shares beneficially owned by corporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.