

UNITY WIRELESS CORP
Form 4
April 01, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAREL MEIR DR

(Last) (First) (Middle)

**C/O STAR VENTURES
MANAGEMENT, POSSARTSTRASSE
9 D-81679**

(Street)

MUNICH, 2M

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**UNITY WIRELESS CORP
[UTYW]**

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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	(D)	Price

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
12% Convertible Promissory Note ⁽¹⁾	\$ 0.09	03/28/2008		P		1,931,133		03/28/2008	05/25/2008	Common Stock	1,931,133

Reporting Owners

Reporting Owner Name / Address		Relationships			
		Director	10% Owner	Officer	Other
BAREL MEIR DR C/O STAR VENTURES MANAGEMENT POSSARTSTRASSE 9 D-81679 MUNICH, 2M			X		
Signatures					
/s/ Meir Barel, Dr. Meir Barel		04/01/2008			
__Signature of Reporting Person		Date			
/s/ Meir Barel, SVM Star Ventures Managementgesellschaft mbH Nr. 3		04/01/2008			
__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).
- SVM 3 (defined below) acquired the Convertible Promissory Notes, dated as of March 26, 2008, in consideration for an aggregate price of \$173,802. The Convertible Promissory Notes are convertible into shares of common stock by dividing the principal amount and
- (1) interest accrued thereon by the conversion price. Consequently, the aggregate number of shares reported hereunder (1,931,133 shares) may generally increase until the full repayment of the Convertible Promissory Notes. Subject to execution and closing of definitive agreements, the Convertible Promissory Notes will be automatically converted into Convertible Debentures.
- (2) Not applicable
- SVM Star Ventures Managementgesellschaft mbH Nr. 3 ("SVM 3") is the general partner of SVE Star Ventures Enterprises No. VII, a German Civil Law Partnership (with limitation of liability) ("SVE VII") which holds some of the securities indirectly through SVM 3.
- (3) SVM 3 is also affiliated with Star-Seed Managementgesellschaft mbH ("Seed GmbH"), the general partner of Star Seed Enterprise, a German Civil Law Partnership (with limitation of liability), which holds some of the securities indirectly through SVM 3. Barel is the sole director and primary shareholder of Seed GmbH and SVM 3.

Remarks:

Each of the reporting person and the joint filers disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that the reporting person

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or any joint filer is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended or for any other purpose.

Joint Filing Information

In addition to Dr. Meir Barel, the designated filer, the following are names and address of the other reporting persons:

1. SVM Star Ventures Managementgesellschaft mbH Nr. 3 ("SVM 3") is a German limited liability company, with a principal business address at Possartstrasse 9, D-81679 Munich, Germany.

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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