

AMAR GILBERT
Form 4
September 23, 2002

FORM 4

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

(Print or Type Responses)

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

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

OMB APPROVAL
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1. Name and Address of Reporting Person* Amar, Gilbert		2. Issuer Name and Ticker or Trading Symbol Tribeworks, Inc. (TRWX)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director <u> x </u> 10% Owner ___ Officer (give title below) ___ Other (specify below) _____					
(Last) (First) (Middle) c/o Tribeworks / 988 Market Street / Suite 401 (Street) San Francisco, CA 94102 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 609-15-4334		4. Statement for Month/Year 9/02		7. Individual or Joint/Group Filing (Check Applicable Line) <u> X </u> 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	9/19/02		S		5,000	D	\$0.050	2,729,038	D

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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 (Instr. 8)				5. 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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security Beneficially Owned End of Month (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date				

Explanation of Responses:

/s/ Gilbert Amar
 **Signature of Reporting Person

September 20,
 2002
 Date

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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).

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

Note: File three copies of this Form, on of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure