

Sirota Gennady H  
Form 4  
July 30, 2009

**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 \*  
Sirota Gennady H

(Last) (First) (Middle)

30 INTERNATIONAL PLACE

(Street)

TEWKSBURY, MA 01876

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Starent Networks, Corp. [STAR]

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

07/28/2009

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

V.P. Product Management

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
Common Stock	07/28/2009		S <sup>(1)</sup>	41,917	D 23.05 (2)	9,672	D
Common Stock	07/28/2009		M <sup>(1)</sup>	1,382	A \$ 1.65	11,054	D
Common Stock	07/28/2009		S <sup>(1)</sup>	1,382	D \$ 22.52	9,672	D
Common Stock	07/28/2009		M <sup>(1)</sup>	19,508	A \$ 1.65	29,180	D
Common Stock <sup>(3)</sup>	07/28/2009		S <sup>(1)</sup>	19,508	D \$ 22.5 (4)	9,672	D

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Common Stock	07/28/2009	M <sup>(1)</sup>	6,516	A	\$ 8.25	16,188	D
Common Stock <sup>(3)</sup>	07/28/2009	S <sup>(1)</sup>	6,516	D	\$ 22.52 <sup>(5)</sup>	9,672	D
Common Stock	07/28/2009	M <sup>(1)</sup>	140,492	A	\$ 1.65	150,164	D
Common Stock	07/28/2009	S <sup>(1)</sup>	140,492	D	\$ 22.68 <sup>(6)</sup>	9,672	D
Common Stock	07/28/2009	M <sup>(1)</sup>	19,508	A	\$ 1.65	29,180	D
Common Stock <sup>(3)</sup>	07/28/2009	S <sup>(1)</sup>	19,508	D	\$ 22.92 <sup>(7)</sup>	9,672	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am Nu Sha
Incentive Stock Option (right to buy)	\$ 1.65	07/28/2009		M <sup>(1)</sup>	140,492	<sup>(8)</sup> 07/26/2015	Common Stock 14
Incentive Stock Option (right to buy)	\$ 1.65	07/28/2009		M <sup>(1)</sup>	19,508	<sup>(9)</sup> 09/29/2016	Common Stock 19
Non-Qualified Stock Option (right to buy)	\$ 1.65	07/28/2009		M <sup>(1)</sup>	19,508	<sup>(8)</sup> 07/26/2015	Common Stock 19
Non-Qualified Stock Option (right to buy)	\$ 1.65	07/28/2009		M <sup>(1)</sup>	1,382	<sup>(9)</sup> 09/29/2016	Common Stock 1

Non-Qualified Stock Option (right to buy)	\$ 8.25	07/28/2009	M <sup>(1)</sup>	6,516	<sup>(10)</sup>	04/13/2017	Common Stock	6
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sirota Gennady H 30 INTERNATIONAL PLACE TEWKSBURY, MA 01876			V.P. Product Management	

## Signatures

By: /s/Jonathan M. Moulton, Attorney in Fact For: Gennady H.  
Sirota

07/30/2009

                     \*\*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) Transaction made pursuant to 10(b)5-1 plan.  
This transaction was executed in multiple trades at prices ranging from \$22.95 to \$23.47. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) Each restricted stock unit represents the right to receive one share of STAR common stock.  
This transaction was executed in multiple trades at prices ranging from \$22.40 to \$22.52. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction was executed in multiple trades at prices ranging from \$22.52 to \$22.53. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) This transaction was executed in multiple trades at prices ranging from \$22.53 to \$22.89. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (5) This transaction was executed in multiple trades at prices ranging from \$22.89 to \$22.95. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (6) The option vests 25% on 1/1/06 and the remainder vests in 12 equal quarterly installments beginning on 4/1/06.
- (7) The option vests 25% on 9/29/07 and the remainder vests in 12 equal quarterly installments beginning on 12/29/07.
- (8) The option vests 20% on 1/1/08 and the remainder vests in 16 equal quarterly installments beginning on 4/1/08.

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.