

# 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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * DUNCAN JEFFREY H			2. Issuer Name and Ticker or Trading Symbol DATARAM CORP [DRAM-NASDQ]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/29/2005			Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Vice President, Manufacturing		
2353 PENNINGTON ROAD			4. If Amendment, Date Original Filed (Month/Day/Year)			6. 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		
(Street) PENNINGTON, NJ 08534								
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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, \$1.00 Par Value	06/29/2005	01/12/2005	I	(1)	29.70	A	\$ 6.10	3,653	I	By 401-K
Common Stock, \$1.00 Par Value	09/14/2005	10/12/2005	I	(1)	27.26	A	\$ 6.70	3,680	I	By 401-K

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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Options (9/10/1996)	\$ 2.3125							09/10/2001	09/10/2006	Common Stock	75,000	75,000	D	
Options (11/19/1997)	\$ 2.8125							11/19/2002	11/19/2007	Common Stock	150,000	150,000	D	
Options (11/26/2001)	\$ 7.98							(2)	11/26/2011	Common Stock	8,200	8,200	D	
Options (9/18/2002)	\$ 2.99							(3)	09/18/2012	Common Stock	8,200	8,200	D	
Options (9/18/2003)	\$ 4.09							(4)	09/18/2013	Common Stock	8,200	8,200	D	
Options (9/15/2004)	\$ 6.75							09/15/2005	09/15/2009	Common Stock	8,200	8,200	D	
Options (9/14/2005)	\$ 6.63							09/14/2006	09/14/2010	Common Stock	8,200	8,200	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUNCAN JEFFREY H 2353 PENNINGTON ROAD PENNINGTON, NJ 08534			Vice President, Manufacturing	

## Signatures

Jeffrey H. Duncan	10/13/2005
<small>Signature of Reporting Person</small>	<small>Date</small>

## 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) 401-K account transactions made by Plan Administrator on indicated dates. Acquisitions resulted from the application of proceeds of the Company's dividends made pursuant to instructions given more than six months in advance of the indicated dates by the Reporting Person.

(2) 6,150 shares are presently exercisable and 2,050 shares become exercisable on 11/26/2005.

(3) 6,150 shares are presently exercisable and 2,050 shares become exercisable on 9/18/2006

(4) 4,100 shares are presently exercisable and 2,050 shares each become exercisable on 9/18/2006 and 9/18/2007.

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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