#### FORM 4

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).

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

Name and Address of Reporting Person

Section 30(f) of the Investment Company Act of 1940

Riley, Bernard L. 3174 Pelham Place Doylestown, PA 18901

2. Issuer Name and Ticker or Trading Symbol

Dataram Corporation DTM-AMEX

3. IRS or Social Security Number of Reporting Person (Voluntary)

Not furnished

4. Statement for Month/Year

February 1997

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person to Issuer (Check all applicable)

[X] Director [] 10% Owner

[] Officer (give title [] Other (Specify below) below)

<TABLE>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount 3. Trans- 4. Securities of Securi-Acquired (A) or ties Bene- 6. Owner-Disposed of (D) ficially ship Form: 7. Nature of Code (Instr. 8) (Instr. 3, 4 & 5) Owned at Direct(D) Indirect 2. Transor Indirect Beneficial End of 1. Title of Transaction (A) or Month (I) Ownership Security Date Code V Amount (D) Price (Inst. 3&4) (Instr. 4) (Instr. 4) (Instr. 3) (Mo./day/yr.)

<S> Common Stock, \$1.00 Par Value

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2/03/98 S 800 D 11.250

2/03/97 S 800 D 11.500

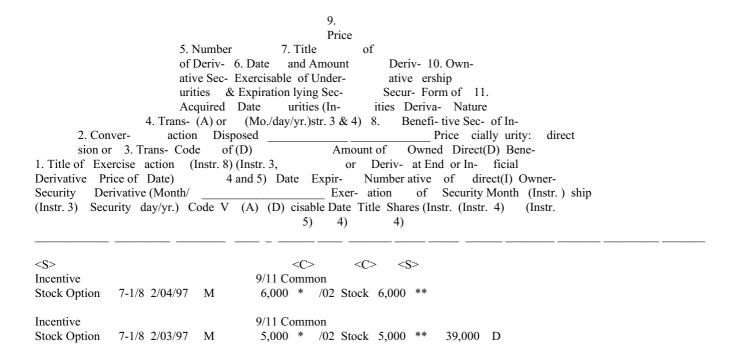
2/04/97 S 6,000 D 11.375

2/03/97 M 5,000 A 7.125

2/04/97 M 6,000 A 7.125 7,500 D
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</TABLE>

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



### Explanation of Responses:

- \* 25% became first exercisable on 9/11/93 and an additional 25% on each succeeding annual date until fully exercisable
- \*\* Granted pursuant to 1992 Incentive and Non-Statutory Stock Option Plan

# </TABLE>

BERNARD L. RILEY	March 6, 1997
Bernard L. Riley Signature of Reporting Person	Date