## 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 Section 30(f) of the Investment Company Act of 1940 1. Name and Address of Reporting Person Jeffrey H. Duncan 2353 Pennington Road Trenton, NJ 08638-1113 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 March 1997 5. If Amendment, Date of Original (Month/Year) 6. Relationship of Reporting Person to Issuer (Check all applicable) [] Director [] 10% Owner [X] Officer (give title [] Other (Specify below) below) Vice President, Manufacturing and Engineering <TABLE> Table I - Non-Derivative Securities Acquired, disposed of, or Beneficially Owned Amount of Trans- Securities Acquired Securities 6. action (A) or Disposed of Benefi- Ownership 7. Code cially Form: Nature of Direct(D) Indirect Owned (A) or Transaction at End or Beneficial Title of Security Code V Amount (D) Price of Month Indirect(I) Ownership Date

2,000 D

<S> <C> <C>

1,208 A 9.375 1,208

 $\langle S \rangle$ 

By 401K Plan

<S>

Common Stock

\$1.00 par value

3/12/97

|  |
| 9. Number of 6. 7. Deriy- 10. |
| 5. Date Exer- Title and ative Owner-  2. Number of cisable & Amount of Secur- ship 11.  Conver- Derivative Expiration Underlying ities Form Nature sion or 4. Securities Date Securities 8. Benefi- of De- of In-  Exercise Trans- Acquired Price of 3. action (A) or Amount of Owned Security: Bene-  1. Deriv- Trans- Code Disposed Date Expir- or Deriv- at End Direct(D) ficial  Title of ative action of (D) exer- ation No. of ative of or In- Own- |
| Derivative Security Security Date Code V (A) (D) cisable Date Title Shares Security Month direct(I) ership |
| <\$> |
| Options 6 15/16 9/10/96 (1) 9/06 Common (1) 25,000 D Stock |
| 7 1/8 6/12/95 (1) 6/05 Common (1) 50,000 D |
Explanation of Responses:

(1) Incentive Stock Options granted to Reporting Person pursuant to the Registrant's Incentive Stock Option Plan.

Twenty percent becomes first exercisable on each anniversary of the grant date commencing on the first anniversary.

Stock

JEFFREY H. DUNCAN September 18, 1997

Jeffrey H. Duncan Date
Signature of Reporting
Person

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