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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\*

Tarantino Robert V.  
(Last) (First) (Middle)

57 Southfield Road  
(Street)

West Windsor NJ 08550  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Dataram Corporation DRAM - NASDAQ

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

Not furnished

4. Statement for Month/Year

May 2000

5. If Amendment, Date of Original (Month/Year)

N/A

6. Relationship of Reporting Person to Issuer  
(Check all applicable)

Director  10% Owner

Officer (give title below)  Other (Specify below)

President and Chief Executive Officer

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7. Individual or Joint/Group Filing  
(Check applicable line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

\* If the Form is filed by more than one Reporting Person, see instruction

4(b)(v)

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

5. Amount

|                                 |   |                   |                 |                 |                               |                                   |
|---------------------------------|---|-------------------|-----------------|-----------------|-------------------------------|-----------------------------------|
|                                 | 3. Trans-                                   | 4. Securities     | of Securi-      | ties Bene-      | 6. Owner-                     | 7. Nature of                      |
|                                 | action                                      | Acquired (A) or   | Disposed of (D) | cially Owned at | ship Form: Direct(D)          | Indirect                          |
|                                 | (Instr. 8)                                  | (Instr. 3, 4 & 5) |                 |                 |                               |                                   |
| 1. Title of Security (Instr. 3) | 2. Trans-<br>Transaction Date (Mo./Day/Yr.) | Code V            | Amount (D)      | Month (I)       | End of Ownership (Instr. 3&4) | or Indirect Beneficial (Instr. 4) |

|                  |          |     |         |     |       |                          |
|------------------|----------|-----|---------|-----|-------|--------------------------|
|                  |          |     |         |     |       |                          |
| <S>              | <C>      | <S> | <C>     | <S> | <C>   | <S>                      |
| Common Stock     | 05/31/00 | M   | 2,400   | A   | 2.38  |                          |
| \$1.00 Par Value | 05/31/00 | S   | 2,400   | D   | 19.06 | 530,736 D                |
|                  |          |     | 17,100  | I   |       | By wife                  |
|                  |          |     | 303,232 | I   |       | By Company's 401(k) Plan |
|                  |          |     | 851,068 |     |       |                          |

Reflects 3 for 2 split distributed since last report on Form 4.

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

</TABLE>

<TABLE>

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

|  |            |                    |               |               |  |  |  |  |  |  |  |
|--|------------|--------------------|---------------|---------------|--|--|--|--|--|--|--|
|  |            |                    |               |               |  |  |  |  |  |  |  |
|  |            |                    |               | 9. Number     |  |  |  |  |  |  |  |
|  | 5. Number  | 7. Title           | of            |               | Deriv- 10. Own-                            |  |  |  |  |  |  |
|  | of Deriv-  | 6. Date            | and Amount    | of            | ative ership                               |  |  |  |  |  |  |
|  | ative Sec- | Exercisable        | of Under-     | Deriv-        | ative                                      |  |  |  |  |  |  |
|  | urities    | & Expiration       | lying Sec-    | ities Deriva- | Secur- Form of 11.                         |  |  |  |  |  |  |
|  | Acquired   | Date               | urities (In-  | ities Deriva- | Nature                                     |  |  |  |  |  |  |
|  | 4. Trans-  | (A) or             | (Mo./Day/Yr.) | str. 3 & 4)   | 8. Benefi-                                 |  |  |  |  |  |  |
|  | tion or    | action             | Disposed      | Amount of     | ative Sec- of In-                          |  |  |  |  |  |  |
|  | 3. Trans-  | Code               | of (D)        | Owned         | Direct(D) Bene-                            |  |  |  |  |  |  |
|  | (Instr. 8) | (Instr. 3,         |               | at End or In- | cial                                       |  |  |  |  |  |  |
|  | 4 and 5)   | Date               | Expir-        | Number        | ative of direct(I) Owner-                  |  |  |  |  |  |  |
|  | Security   | Derivative (Month/ | Exer-         | ation         | of Security Month (Instr. ) ship           |  |  |  |  |  |  |
|  | (Instr. 3) | Day/Yr.)           | Code V        | 5) 4)         | Title Shares (Instr. (Instr. 4) (Instr. 4) |  |  |  |  |  |  |

|               |      |          |     |       |       |     |         |     |        |     |
|---------------|------|----------|-----|-------|-------|-----|---------|-----|--------|-----|
|               |      |          |     |       |       |     |         |     |        |     |
| <S>           | <C>  | <S>      | <S> | <S>   | <S>   | <C> | <C>     | <C> | <C>    | <S> |
| Non-Statutory |      |          |     |       |       |     |         |     |        |     |
| Stock Option  | 2.38 | 05/31/00 | M   | 2,400 | 8/11/ | CS  | 2,400   | **  | 87,600 | D   |
|               |      |          |     | 02    |       |     |         |     |        |     |
| Incentive     |      |          |     | 11/18 |       |     |         |     |        |     |
| Stock Option  | 2.81 |          |     | /07   | CS    |     | 177,000 |     | D      |     |
| Non-Statutory |      |          |     | 11/18 |       |     |         |     |        |     |
| Stock Option  | 2.81 |          |     | /07   | CS    |     | 123,000 |     | D      |     |
|               |      |          |     |       |       |     | 387,600 |     |        |     |

Explanation of Responses:

\*\* Stock Options granted to employee

Reflects a 3 for 2 split distributed since last report on Form 4.

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SIGNATURE

ROBERT V. TARANTINO      June 8, 2000

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Robert V. Tarantino  
\*\*Signature of Reporting      Date  
Person

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