

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
 OMB Number: 3235-0287  
 Estimated average burden hours per response... 0.5

**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>TARANTINO ROBERT V</b> <small>(Last) (First) (Middle)</small> <b>C/O DATARAM CORPORATION, 186 PRINCETON ROAD</b> <small>(Street)</small> <b>WEST WINDSOR, NJ 08550</b> <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>DATARAM CORP [DRAM-NASDAQ]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>02/01/2006</b>  4. If Amendment, Date Original Filed(Month/Day/Year) <b>02/02/2006</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <div style="border: 1px solid black; padding: 2px; text-align: center;"> <b>Chairman, President &amp; CEO</b> </div> 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
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**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/01/2006		S		647	D	\$ 5.28	399,254	D	
Common Stock	02/01/2006		S		700	D	\$ 5.26	398,554	D	
Common Stock								307,999	I	By 401-K
Common Stock								17,100	I	By spouse

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)				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 11/19/1997	\$ 2.8125							11/19/2002	11/19/2007	Common Stock	300,000	300,000	D	
Options 11/26/2001	\$ 7.98							11/26/2005	11/26/2011	Common Stock	12,800	12,800	D	
Options 09/18/2002	\$ 2.99							(2)	09/18/2012	Common Stock	12,800	12,800	D	
Options 09/18/2003	\$ 4.09							(3)	09/18/2013	Common Stock	12,000	12,000	D	
Options 09/15/2004	\$ 6.75							09/15/2005	09/15/2009	Common Stock	12,000	12,000	D	
Options 09/14/2005	\$ 6.63							09/14/2006	09/14/2010	Common Stock	12,000	12,000	D	

## Reporting Owners

	<b>Relationships</b>
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Reporting Owner Name / Address	Director	10% Owner	Officer	Other
TARANTINO ROBERT V C/O DATARAM CORPORATION 186 PRINCETON ROAD WEST WINDSOR, NJ 08550	X	X	Chairman, President & CEO	

## Signatures

ROBERT V. TARANTINO		02/02/2006
<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) Rule 10b-5(1) transaction.
- (2) Options to purchase 9,600 shares are presently exercisable and options to purchase 3,200 shares will become exercisable on 9/18/2006.
- (3) Options to purchase 6,000 shares are presently exercisable and options to purchase 3,000 shares each will 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.

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.