

PLANET TECHNOLOGIES, INC

Form 4/A

December 07, 2004

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GLENN SCOTT L

2. Issuer Name **and** Ticker or Trading  
Symbol  
PLANET TECHNOLOGIES, INC  
[POLY]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
6402 CARDENO DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/30/2004

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman, President and CEO

LA JOLLA, CA 92037

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
12/01/2004

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                          |                             |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|--------------------------|-----------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |                          |                             |
| common<br>stock                       | 11/30/2004                              |                                                             | P                                    |                                                                         | 325,929                                                                                                            | A                                                                       | \$<br>2.5                                                         | 325,929 <sup>(1)</sup>   | D <sup>(2)</sup>            |
| common<br>stock                       | 11/30/2004                              |                                                             | P                                    |                                                                         | 770,808                                                                                                            | A                                                                       | \$<br>2.5                                                         | 1,096,737 <sup>(1)</sup> | I <sup>(2)</sup>            |
| common<br>stock                       | 11/30/2004                              |                                                             | P                                    |                                                                         | 100,000                                                                                                            | A                                                                       | \$<br>2.5                                                         | 1,196,737 <sup>(1)</sup> | I <sup>(3)</sup>            |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         |                                                                   |                          | By AF<br>Holdings,<br>LLC   |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         |                                                                   |                          | By<br>Windamere<br>III, LLC |

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**

SEC 1474  
(9-02)

**required to respond unless the form displays a currently valid OMB control number.**

**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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| common stock option                        | \$ 3.5                                                 | 11/30/2004                           |                                                    | A                              | 100,543<br>(1)                                                                          | 11/30/2005 11/30/2014                                    | common stock 100,543                                          |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                             |       |
|-----------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                           | Director      | 10% Owner | Officer                     | Other |
| GLENN SCOTT L<br>6402 CARDENO DRIVE<br>LA JOLLA, CA 92037 | X             | X         | Chairman, President and CEO |       |

## Signatures

/s/g/ 12/07/2004

Signature of  
Reporting Person

Date

## 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) Reflects 1 for 50 Reverse Stock Split.

(2) Issued pursuant to that Asset Purchase Agreement entered into between Company and AF Holdings, LLC (formerly Allergy Free, LLC).

(3) Issued pursuant to a private placement offering.

(4) Compensation for serving as President and CEO.

### Remarks:

Previous incorrect filing of common stock amount held indirectly through Windamere III, LLC.

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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