

FORM 4

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

OMB APPROVAL

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 3235-
Number: 0287
Expires: November 30, 2011
Estimated average burden hours per response... 0.5

(Print or Type Responses)

| | | | | | | | | |
|--|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person Smith David E | | | 2. Issuer Name and Ticker or Trading Symbol NeuMedia, Inc. [MNDL] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) ____ Other (specify below) | | |
| (Last) (First) (Middle) C/O COAST ASSET MANAGEMENT, LLC, 2450 COLORADO AVENUE, SUITE 100E | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/02/2011 | | | | | |
| (Street) SANTA MONICA, CA 90404 | | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | | 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 | | |
| (City) (State) (Zip) | | | 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 | 05/02/2011 | | S | | 500 | D | \$ 0.47 | 3,972,198 | I | See Footnote (1) |
| Common Stock | 05/09/2011 | | S | | 1,200 | D | \$ 0.47 | 3,970,998 | I | See Footnote (1) |
| Common Stock | 05/13/2011 | | S | | 10,000 | D | \$ 0.41 | 3,960,998 | I | See Footnote (1) |
| Common Stock | 05/16/2011 | | S | | 49,000 | D | \$ 0.43 | 3,911,998 | I | See Footnote (1) |
| Common Stock | 05/17/2011 | | S | | 289,800 | D | \$ 0.34 | 3,622,198 | I | See Footnote (1) |
| Common Stock | 05/18/2011 | | S | | 182,500 | D | \$ 0.35 | 3,439,698 | I | See Footnote (1) |
| Common Stock | 05/19/2011 | | S | | 267,500 | D | \$ 0.39 | 3,172,198 | I | See Footnote (1) |
| Common Stock | 05/20/2011 | | S | | 25,000 | D | \$ 0.36 | 3,147,198 | I | See Footnote (1) |

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) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|--|--|

| | | | | | | | | | | |
|--|--|--|------|-----------|-----|-----|------------------|-----------------|-------|----------------------------|
| | | | | 4, and 5) | | | | | | |
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Smith David E C/O COAST ASSET MANAGEMENT, LLC 2450 COLORADO AVENUE, SUITE 100E SANTA MONICA, CA 90404 | | X | | |

Signatures

| | | |
|--|--|---------------------|
| /s/ David E. Smith | | 05/23/2011 |
| <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) These securities are held in the accounts over which Mr. Smith may be deemed to be the beneficial owner. Mr. Smith disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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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