

Young Joel K  
 Form 3  
 November 30, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
^ Young Joel K		(Month/Day/Year)	DIGI INTERNATIONAL INC [DGII]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		11/28/2005		
11001 BREN ROAD EAST			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) VP Research-Development & CTO	
MINNETONKA, MN 55343			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,529.827	D	^

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable    Expiration Date	Title    Amount or Number of			

## Edgar Filing: Young Joel K - Form 3

				Shares		(I) (Instr. 5)	
Stock Option (right to buy)	Â (1)	07/05/2010	Common Stock	50,000	\$ 7.25	D	Â
Stock Option (right to buy)	Â (2)	09/28/2011	Common Stock	40,000	\$ 5.2	D	Â
Stock Option (right to buy)	11/06/2003	11/06/2012	Common Stock	18,000	\$ 2.4	D	Â
Stock Option (right to buy)	Â (3)	11/05/2013	Common Stock	20,000	\$ 9.65	D	Â
Stock Option (right to buy)	Â (4)	11/22/2014	Common Stock	25,000	\$ 14.74	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Young Joel K 11001 BREN ROAD EAST MINNETONKA, MN 55343	Â	Â	Â VP Research-Development & CTO	Â

## Signatures

/s/ Joel K.  
Young

11/30/2005

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vested as to 25% of the shares on July 5, 2001 and thereafter in 36 equal monthly increments.

(2) The option vested as to 50% of the shares on September 28, 2002 and 50% of the shares on September 28, 2003.

(3) The option vested as to 50% of the shares on November 5, 2003 and 50% of the shares on November 5, 2004.

(4) The option vested as to 25% of the shares on November 22, 2005 and thereafter in 36 equal monthly increments.

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.