JAGID JEFFREY M Form 4 April 01, 2011

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> JAGID JEFFREY M

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

ID SYSTEMS INC [IDSY]

03/30/2011

(Check all applicable)

C/O I.D. SYSTEMS, INC., 123

(Street)

(State)

(Middle)

(Zip)

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

X Director _X_ Officer (give title below)

_____ 10% Owner Country Other (specify

TICE BOULEVARD

4.164 1 4.04 0 ...

C

below) Chief Executive Officer

TICE DOULL VARD

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

Applicable Line)

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

D

6. Individual or Joint/Group Filing(Check

Person

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

WOODCLIFF LAKE, NJ 07677

1.Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Form: Dispensive Counciling Sensitive Council Council

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4)

Common

(City)

Stock, par value \$0.01 03/30/2011

Code V Amount (

13.367

(D) Price (Instr. 3 and 4)

per share

(A)

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

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SEC 1474

(9-02)

643,767 (2)

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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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (right to buy)	\$ 4.55	03/30/2011		A	28,435	03/30/2014	03/30/2021	Common stock, par value \$0.01 per share	28,435

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

JAGID JEFFREY M
C/O I.D. SYSTEMS, INC.
123 TICE BOULEVARD
WOODCLIFF LAKE, NJ 07677

Chief Executive Officer

Signatures

By: /s/ Jeffrey M. 04/01/2011

**Signature of Reporting Date
Person

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).

This number represents shares of common stock, par value \$0.01 per share ("Common Stock"), of I.D. Systems, Inc. (the "Company"), underlying a restricted stock award granted to the Reporting Person under the Company's 2007 Equity Compensation Plan, as amended

- (1) (the "Plan"), on March 30, 2011, in consideration of his services as an officer of the Company. This award vests as to 100% of such shares on the third anniversary of the date of grant, provided that the Reporting Person is employed by the Company on such date, and subject to the terms and conditions of a restricted stock award agreement and the Plan.
- This number also includes (i) 217,000 shares of Common Stock of the Company issuable upon exercise of options which are currently exercisable or which will become exercisable within 60 days of March 30, 2011, (ii) 31,780 restricted shares of Common Stock which vest on June 29, 2012, provided that the Reporting Person is employed by the Company on such date, and (iii) 39,474 restricted shares of Common Stock which vest on February 5, 2013, provided that the Reporting Person is employed by the Company on such date.
- (3) These employee stock options were granted to the Reporting Person in consideration of his services as an officer of the Company. The options were granted to the Reporting Person pursuant and subject to the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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