

BURSTEIN LAWRENCE S
Form 4
July 01, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BURSTEIN LAWRENCE S

(Last) (First) (Middle)

C/O I.D. SYSTEMS, INC., ONE
UNIVERSITY PLAZA

(Street)

HACKENSACK, NJ 07601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ID SYSTEMS INC [IDSY]

3. Date of Earliest Transaction
(Month/Day/Year)
06/29/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock, par value \$0.01 per share	06/29/2009		A	9,000 A 112,763 (2)	112,763 (2)	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	8. Amount or Number of Shares
Stock Options (right to buy)	\$ 3.54	06/29/2009		A	15,000	(3) 06/29/2019	Common Stock, par value \$0.01 per share	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURSTEIN LAWRENCE S C/O I.D. SYSTEMS, INC. ONE UNIVERSITY PLAZA HACKENSACK, NJ 07601		X		

Signatures

/s/ Ned Mavrommatis, Attorney-in-Fact for Lawrence S. Burstein 07/01/2009

_____*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).
- On June 29, 2009, the Reporting Person was awarded 9,000 restricted shares of common stock, par value \$0.01 per share ("Common Stock"), of I.D. Systems, Inc. (the "Company") in consideration of his services as a director of the Company. These 9,000 restricted shares of Common Stock vest over a five-year period, with twenty percent (20%) of such shares vesting each year.
- (1) Stock", of I.D. Systems, Inc. (the "Company") in consideration of his services as a director of the Company. These 9,000 restricted shares of Common Stock vest over a five-year period, with twenty percent (20%) of such shares vesting each year.
 - (2) This number also includes (i) 100,263 shares of Common Stock issuable upon exercise of options exercisable within 60 days of June 29, 2009, and (ii) 3,500 shares of Common Stock held in the Reporting Person's IRA account.
 - (3) These 15,000 stock options vest over a five-year period, with twenty percent (20%) of such options vesting each year.
 - (4) These stock options were granted to the Reporting Person in consideration of his services as a director of the Company.

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.