ID SYSTEMS INC Form 4 September 10, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287 January 31,

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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

1(b).

(Last)

(City)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * EHRMAN KENNETH S

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Middle)

(Zip)

ID SYSTEMS INC [IDSY] 3. Date of Earliest Transaction

_X__ Director X_ Officer (give title

10% Owner Other (specify

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

(First)

(Street)

(State)

(Month/Day/Year)

09/08/2015

below) President & CEO

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

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 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

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

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

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

(A) or

Transaction(s)

(Instr. 3 and 4) Price

Common

per share

(Instr. 3)

Stock, par 09/08/2015 value \$0.01

4.182

Code V Amount

(D)

640,009 (2)

D

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

(Month/Day/Year)

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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	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date		Number		
				C-1- V	(A) (D)				of		
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of their remarks	Director	10% Owner	Officer	Other			
EHRMAN KENNETH S C/O I.D. SYSTEMS, INC. 123 TICE BOULEVARD WOODCLIFF LAKE, NJ 07677	X		President & CEO				

Signatures

By: /s/ Kenneth S. 09/10/2015 Ehrman

**Signature of Reporting 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).
- These shares of common stock, par value \$0.01 per share ("Common Stock"), of I.D. Systems, Inc. (the "Company") were withheld by (1) the Company to satisfy tax withholding obligations upon the vesting of a restricted stock award previously made to Kenneth S. Ehrman (the "Reporting Person"), as permitted under the Company's 2007 Equity Compensation Plan, as amended (the "Plan").
 - This number also includes (i) 12,500 restricted shares of Common Stock which vest on March 27, 2016, provided that the Reporting Person is employed by the Company on such date, (ii) 6,991 restricted shares of Common Stock which vest on April 4, 2016, provided that the Reporting Person is employed by the Company on such date, (iii) 37,500 restricted shares of Common Stock which vest as to 33
- 1/3 % of such shares on each of September 8, 2016, September 8, 2017 and September 8, 2018, provided that the Reporting Person is employed by the Company on each such date, (iv) 60,000 restricted shares of Common Stock which vest as to 25% of such shares on each of June 11, 2016, June 11, 2017 and June 11, 2018 and June 11, 2019 provided that the Reporting Person is employed by the Company on each such date, (v) 49,000 shares of Common Stock held by the IRA account of the Reporting Person's spouse, and (vi) 21,600 shares of Common Stock held by the 401(k) account of the Reporting Person.

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.

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