

ID SYSTEMS INC
Form 4
September 10, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

WOODCLIFF LAKE, NJ 07677

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/30/2014

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)

See Remarks

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)
			Code	V	Amount (D) or Price		
Common Stock, par value \$0.01 per share	03/30/2014		F		2,683 (1)	D	\$ 5.76 550,906 (2) (3) D
Common Stock, par value \$0.01 per share	09/08/2014		A		50,000 (4)	A	\$ 0 (4) 600,906 (2) (3) D

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

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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, 4, and 5)	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 (Instr. 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
EHRMAN KENNETH S C/O I.D. SYSTEMS, INC. 123 TICE BOULEVARD WOODCLIFF LAKE, NJ 07677	X		See Remarks	

Signatures

/s/ Kenneth S. Ehrman 09/10/2014

**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).

(1) These shares of common stock, par value \$0.01 per share ("Common Stock"), of I.D. Systems, Inc. (the "Company") were withheld by 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").

(2) This number also includes (i) 12,500 restricted shares of Common Stock which vest on March 27, 2015, provided that the Reporting Person is employed by the Company on such date; provided, further, that if the Reporting Person is terminated other than for Cause (as such term is defined in the Plan) within the nine-month period immediately following June 20, 2014, 100% of such restricted shares shall vest immediately, (ii) 6,374 restricted shares of Common Stock which vest on March 29, 2015, provided that the Reporting Person is employed by the Company on such date, (iii) 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; provided, further, that if the Reporting Person is terminated other than for Cause within the nine-month period immediately following June 20, 2014, 100% of such restricted shares shall vest immediately, (continue with footnote (3))

Edgar Filing: ID SYSTEMS INC - Form 4

- (iv) 6,991 restricted shares of Common Stock which vest on April 4, 2016, provided that the Reporting Person is employed by the
- (3) Company on such date, (v) 49,000 shares of Common Stock held by the IRA account of the Reporting Person's spouse, and (vi) 16,500 shares of Common Stock held by the 401(k) account of the Reporting Person.

- On September 8, 2014 (the "Grant Date"), the Reporting Person was granted 50,000 restricted shares of Common Stock under the Plan, in consideration of his services as an officer of the Company. Subject to the terms and conditions of a restricted stock award agreement and the Plan, this award vests as to 25% of such shares on each of the first, second, third and fourth anniversaries of the Grant Date, provided that the Reporting Person is employed by the Company on each such date.
- (4)

Remarks:

President and Chief Executive Officer

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.