

ID SYSTEMS INC  
Form 4  
September 10, 2014

**FORM 4**

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

OMB APPROVAL

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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 MICHAEL L

(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  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Chief Technology Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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 or (D) Price		
Common Stock, par value \$0.01 per share	03/30/2014		F		2,236 (1)	D	\$ 5.76 249,024 (2) (3) D
Common Stock, par value \$0.01 per share	09/08/2014		A		50,000 (4)	A	\$ 0 (4) 299,024 (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)

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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 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 Owned Following Reporting Transaction (Instr. 6)
				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 MICHAEL L C/O I.D. SYSTEMS, INC. 123 TICE BOULEVARD WOODCLIFF LAKE, NJ 07677			Chief Technology Officer	

## Signatures

/s/ Michael L.  
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 Michael L. Ehrman (the "Reporting Person"), as permitted under the Company's 2007 Equity Compensation Plan, as amended (the "Plan").

(2) This number also includes (i) 7,500 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) 5,312 restricted shares of Common Stock which vest on March 29, 2015, provided that the Reporting Person is employed by the Company on such date, (continue with footnote (3))

(3) (iii) 7,500 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

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immediately following June 20, 2014, 100% of such restricted shares shall vest immediately, and (iv) 5,826 restricted shares of Common Stock which vest on April 4, 2016, provided that the Reporting Person is employed by the Company on such date.

- (4) 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.

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

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