

ID SYSTEMS INC
Form 4
March 28, 2017

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)
03/24/2017

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)
Chief Technology Officer

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)
Common Stock, par value \$0.01 per share	03/24/2017		F	1,561 (1)	\$ 6.3	333,858 (2) (3) D	

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

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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. Nu...
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
EHRMAN MICHAEL L C/O I.D. SYSTEMS, INC. 123 TICE BOULEVARD WOODCLIFF LAKE, NJ 07677	Director 10% Owner Officer Chief Technology Officer

Signatures

By: /s/ Michael L. Ehrman 03/28/2017

**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 2015 Equity Compensation Plan.
- (2) This number also includes (i) 25,000 restricted shares of Common Stock which vest as to 50% of such shares on each of September 8, 2017 and September 8, 2018, provided that the Reporting Person is employed by the Company on each such date, (ii) 22,500 restricted shares of Common Stock which vest as to 33 1/3% of such shares on each of June 11, 2017, June 11, 2018 and June 11, 2019, provided that the Reporting Person is employed by the Company on each such date, (iii) 11,250 restricted shares of Common Stock which vest as to 33 1/3% of such shares on each of March 24, 2018, March 24, 2019 and March 24, 2020, provided that the Reporting Person is employed by the Company on each such date, (iv) 12,500 restricted shares of Common Stock which vest as to 25% of such shares on each of February 17, 2018, February 17, 2019, February 17, 2020 and February 17, 2021, provided that the Reporting Person is employed by the Company on each such date, and
- (3) (v) 4,957 restricted shares of Common Stock which vest as to 100% of such shares on February 17, 2018, provided that the Reporting Person is employed by the Company on 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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