CANNELL CAPITAL LLC

Form 4 July 20, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CANNELL CAPITAL LLC

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

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2005

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Symbol

(Middle)

(Last) (First)

245 MERIWETHER CIRCLE

ID SYSTEMS INC [IDSY]

(Check all applicable)

(Street)

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

Director _X__ 10% Owner Officer (give title

07/18/2018

Other (specify below) 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ALTA, WY 83414

| (City) | (State) | (Zip) Tab | le I - Non-l | Derivative | Secu | rities A | equired, Dispose | d of, or Benefi | cially Owned |
|--------------------------------------|---|---|--|--|------|--|--|---|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | 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 Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 07/18/2018 | | P | 2,600 | A | \$ 6.06 | 2,085,775 | I (1) (2) | By partnerships and other pooled vehicles (1) (2) |
| Common Stock | 07/19/2018 | | P | 5,615 | A | \$6 | 2,091,390 | I (1) (2) | By partnerships and other pooled vehicles (1) (2) |
| Common Stock | 07/20/2018 | | P | 1,100 | A | \$ 5.95 | 2,092,490 | I (1) (2) | By partnerships |

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and other pooled vehicles (1) (2)

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)

| 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. Transact Code (Instr. 8) | 5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 3 | ate | Amou Under Secur | le and unt of rlying rities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|--------------------------------------|---|--------------------------------------|---|---------------------|--------------------|------------------------|--|---|---|
| | | | | Code V | 7 (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| CANNELL CAPITAL LLC 245 MERIWETHER CIRCLE ALTA, WY 83414 | | X | | | | | |

Signatures

/s/ J. Carlo Cannell, on behalf of Cannell Capital 07/20/2018 LLC

> **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).
- As of July 20, 2018, Tonga Partners, LP, Cuttyhunk II Fund, Tristan Partners, LP, and Tristan Offshore Fund, Ltd. (collectively the "Cannell Investment Vehicles") owned in the aggregate 2,092,490 shares of the common stock of I.D.Systems, Inc.
- (2) Cannell Capital LLC acts as the investment sub-adviser to the Cuttyhunk II Fund and serves as the general partner of and investment adviser to Tonga Partners, LP, Tristan Partners, LP and Tristan Offshore Fund, Ltd. J. Carlo Cannell is the sole managing member of

Reporting Owners 2

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Cannell Capital LLC. As such, Mr. Cannell possesses sole power to vote and direct the disposition of all securities of I.D.Systems, Inc. held by the Cannell Investment Vehicles. Thus, for the purposes of Reg. Section 240.13d-3, as of July 20, 2018, Mr. Cannell beneficially owns 2,092,490 shares. Mr. Cannell's interest in the securities reported herein is limited to the extent of his pecuniary interest in each of the Cannell Investment Vehicles, if any.

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.