

BURSTEIN LAWRENCE S

Form 4

November 15, 2012

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.
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BURSTEIN LAWRENCE 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)

11/13/2012

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	11/13/2012		S	4,090 D	\$ 5.6449 48,888 ⁽³⁾ ₍₁₎	D	
Common Stock, par value \$0.01 per share	11/14/2012		S	4,510 D	\$ 5.4488 44,378 ⁽³⁾ ₍₂₎	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)

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 Following Transaction (Instr. 10)
				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
BURSTEIN LAWRENCE S C/O I.D. SYSTEMS, INC. 123 TICE BOULEVARD WOODCLIFF LAKE,, NJ 07677		X		

Signatures

/s/ Ned Mavrommatis, Attorney-in-Fact for Lawrence S.
Burstein

11/15/2012

__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) The sales price of the shares of common stock, par value \$0.01 per share ("Common Stock"), of I.D. Systems, Inc. (the "Company"), reported in Column 4 of this report is a weighted-average price. The shares of Common Stock sold by Lawrence S. Burstein (the "Reporting Person") on November 13, 2012, were sold in multiple transactions at prices ranging from \$5.50 to \$5.80, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the Staff of the Securities and Exchange Commission ("SEC"), upon request, full and complete information regarding the number of shares of Common Stock sold at each separate price within the range set forth in this Footnote (1).
- (2) The sales price of the shares of Common Stock reported in Column 4 of this report is a weighted-average price. The shares of Common Stock sold by the Reporting Person on November 14, 2012, were sold in multiple transactions at prices ranging from \$5.40 to \$5.60, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the Staff of the SEC, upon request, full and complete information regarding the number of shares of Common Stock sold at each separate price within the

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range set forth in this Footnote (2).

This number also includes (i) 8,499 restricted shares of Common Stock which vest in equal increments of 25% on a quarterly basis over a one-year period that commenced on March 29, 2012, (ii) 9,000 restricted shares of Common Stock which vest over a five-year period that commenced on June 29, 2009, with 20% of such shares vesting on each anniversary of such date, (iii) 10,563 restricted shares of

- (3) Common Stock which vest over a five-year period that commenced on February 5, 2010, with 20% of such shares vesting on each anniversary of such date, and (iv) 6,416 restricted shares of Common Stock which vest over a five-year period that commenced on March 30, 2011, with 20% of such shares vesting on each anniversary of such date, and, in each case, provided that the Reporting Person is a director of the Company on the applicable vesting 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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