

CalAmp Corp.
Form 4
July 30, 2015

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 *
Sarkissian Garo Sarkis

(Last) (First) (Middle)

CALAMP CORP., 1401 N. RICE
AVENUE

(Street)

OXNARD, CA 93030

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CalAmp Corp. [CAMP]

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

07/28/2015

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 ____ Other (specify
below) below)

SVP Business Development

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|--|
| Common Stock ⁽¹⁾ | 07/28/2015 | | A | 11,300 | A \$ 0 | 175,278 | D |
| Common Stock | 07/28/2015 | | F ⁽²⁾ | 3,006 | D \$ 17.54 | 172,272 | D |
| Common Stock | 07/29/2015 | | F ⁽³⁾ | 845 | D \$ 17.33 | 171,427 | 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
required to respond unless the form
displays a currently valid OMB control**

SEC 1474
(9-02)

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) | | | |
|---|---|---|---|---|--|--|-----|---|--------------------|-----------------|-------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 17.54 | 07/28/2015 | | A | | 10,700 | | 07/28/2016 ⁽⁴⁾ | 07/28/2025 | Common Stock | 10,700 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| Sarkissian Garo Sarkis CALAMP CORP. 1401 N. RICE AVENUE OXNARD, CA 93030 | SVP Business Development |

Signatures

Richard Vitelle,
Attorney-in-fact

07/30/2015

**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) Securities acquired are 11,300 shares of restricted stock that vest 25% annually beginning 7/28/16.
- (2) On 7/28/15, in connection with the vesting of 8,000 shares of restricted stock held by the reporting person, CalAmp withheld 3,006 shares to pay minimum statutory withholding taxes of \$52,725.24.
- (3) On 7/29/15, in connection with the vesting of 2,250 shares of restricted stock held by the reporting person, CalAmp withheld 845 shares to pay minimum statutory withholding taxes of \$14,643.85.
- (4) These stock options become exercisable at the rate of 25% annually beginning 7/28/16.

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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