VITELLE RICHARD K

Form 4 May 05, 2006

FORM 4

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

OMB APPROVAL OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

VITELLE RICHARD K

(First) (Middle) (Last)

C/O CALAMP CORP., 1401 N. RICE AVENUE

(Street)

2. Issuer Name and Ticker or Trading

Symbol

CalAmp Corp. [CAMP]

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

05/05/2006

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)

Vice President Finance & CFO

Applicable Line)

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

6. Individual or Joint/Group Filing(Check

Person

OXNARD, CA 93030

1. Title of

Security

(Instr. 3)

(City) (State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

3. 4. Securities TransactionAcquired (A) or

(Month/Day/Year)

Execution Date, if

Code (Instr. 3, 4 and 5) (Instr. 8)

Disposed of (D)

5. Amount of Securities Beneficially Owned Following

Reported

6. Ownership Form: Direct (D) or Indirect Beneficial (T) (Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securiti (Instr. 3 and 4)

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(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative Security

(D) (Instr. 3, 4, and 5)

or Disposed of

Code V (A) (D) Date Exercisable Expiration Date

Title

or Numb of Sha

Amou

Employee

Common Stock \$ 13.66 05/05/2006 A 60,000 05/05/2007(1) 05/05/2016 60,0 Stock

Option

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

VITELLE RICHARD K C/O CALAMP CORP. 1401 N. RICE AVENUE OXNARD, CA 93030

Vice President Finance & CFO

Signatures

Richard K. Vitelle, 05/05/2006 Attorney-in-fact

**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) Stock option becomes exercisable at 25% annually beginning on the date indicated in the "Date Exercisable" column.
- (2) This is an employee stock option grant and therefore has no purchase price.

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.

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