

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
VITELLE RICHARD K

(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
☒ Officer (give title below) ____ Other (specify
below) below)

Executive VP & CFO

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	07/28/2015		A		20,500	A	\$ 0 331,751
Common Stock	07/28/2015		F ⁽²⁾		4,509	D	\$ 17.54 327,242
Common Stock	07/29/2015		F ⁽³⁾		1,907	D	\$ 17.33 325,335

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

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information contained in this form are not
required to respond unless the form
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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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Options	\$ 17.54	07/28/2015		A	19,300	07/28/2016 ⁽⁴⁾ 07/28/2025	Common Stock	19,300

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
VITELLE RICHARD K CALAMP CORP. 1401 N. RICE AVENUE OXNARD, CA 93030	Executive VP & CFO

Signatures

Richard Vitelle 07/30/2015

__Signature of Date
Reporting Person

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 20,500 shares of restricted stock that vest 25% annually beginning 7/28/16.
- (2) On 7/28/15, in connection with the vesting of 12,000 shares of restricted stock held by the reporting person, CalAmp withheld 4,509 shares to pay minimum statutory withholding taxes of \$79,087.86.
- (3) On 7/29/15, in connection with the vesting of 5,075 shares of restricted stock held by the reporting person, CalAmp withheld 1,907 shares to pay minimum statutory withholding taxes of \$33,048.31.
- (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. 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.