Burdiek Michael J Form 4 August 02, 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

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

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Burdiek Michael J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

CalAmp Corp. [CAMP]

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

CALAMP CORP., 1401 N. RICE

(Street)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 07/31/2012

_X__ Director 10% Owner X_ Officer (give title Other (specify

AVENUE

4. If Amendment, Date Original

President & CEO 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

below)

OXNARD, CA 93030

(City) (State) (Zip)

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

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4) Reported

(A) Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Common 07/31/2012 Stock (1)

Code V A 64,000 Α

\$0 436,383

D

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)

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e of 2.	3. Transaction Date	3A. Deemed	4.	5. Number of	f 6. Date Exe	ercisab	ne and	7. Title and A	
tive Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration	Expiration Date		Underlying Securities	
ty or Exercise		any	Code	Securities	(Month/Da	y/Year	r)	(Instr. 3 and	4)
Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
Derivative				or Disposed	of				
Security				(D)					
									Amount
					Dota Evaro	sicable	Expiration	Title	or
					Date Exerc	isabic	Date	Title	Number
			Code V	(A) (I	D)				of Share
\$ 7.53	07/31/2012		A	33,000	07/31/20	13(2)	07/31/2022	Common	33,000
	tive Conversion ty or Exercise 3) Price of Derivative Security	tive Conversion (Month/Day/Year) ty or Exercise 3) Price of Derivative Security \$ 7.53 07/31/2012	tive Conversion (Month/Day/Year) Execution Date, if any 3) Price of (Month/Day/Year) Derivative Security \$ 7.53 \text{O7/31/2012}	tive Conversion (Month/Day/Year) Execution Date, if Transactive or Exercise any Code 3) Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V	tive Conversion (Month/Day/Year) Execution Date, if any Code Securities 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of Security Code V (A) (Instr. 5) Code V (A)	tive Conversion (Month/Day/Year) Execution Date, if TransactionDerivative or Exercise any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of Security (D) (Instr. 3, 4, and 5) Date Exercise Code V (A) (D)	tive Conversion (Month/Day/Year) Execution Date, if TransactionDerivative or Exercise any Code Securities (Month/Day/Year) Price of Derivative Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Code V (A) (D) \$7.53 07/31/2012	tive Conversion (Month/Day/Year) Execution Date, if any Code Securities (Month/Day/Year) Price of (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date (Month/Day/Year) Date Exercisable Expiration Date (Month/Day/Year) Date Exercisable Expiration Date (Month/Day/Year) Date Exercisable O7/31/2012	tive Conversion (Month/Day/Year) Execution Date, if any Code Securities (Month/Day/Year) Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of Security (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date (Month/Day/Year) Title Code V (A) (D) Some Transaction Derivative (Month/Day/Year) (Instr. 3 and 5) Date Exercisable Expiration Date (Month/Day/Year) (Instr. 3 and 5) Date Exercisable Title Code V (A) (D) Common

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Burdiek Michael J						
CALAMP CORP.	X		President & CEO			
1401 N. RICE AVENUE	Λ		President & CEO			
OXNARD, CA 93030						

Signatures

Richard Vitelle,
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) Securities acquired are 64,000 shares of restricted stock that vest 25% annually beginning 7/31/13.
- (2) These stock options become exercisable at the rate of 25% annually beginning 7/31/13.

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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