Information Services Group Inc.

Form 4 April 08, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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

2. Issuer Name and Ticker or Trading

1(b).

Shares of

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

04/08/2016

| Berger Davi | id E. | Symbol | Trume and Tiener of Truming | Issuer | | | |
|-------------|---------------------|--------------------|--------------------------------------|--|--|--|--|
| | | | ation Services Group Inc. [III] | (Check all applicable) | | | |
| (Last) | (First) (N | Middle) 3. Date of | f Earliest Transaction | | | | |
| | | (Month/I | Day/Year) | Director 10% Owner | | | |
| TWO STAN | MFORD PLAZA, | 281 04/08/2 | 016 | _X_ Officer (give title Other (specify | | | |
| TRESSER I | BOULEVARD | | | below) below) Executive VP and CFO | | | |
| | (Street) | 4. If Amo | endment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | | Filed(Mo | nth/Day/Year) | Applicable Line) | | | |
| | | | | _X_ Form filed by One Reporting Person | | | |
| STAMFOR | D, CT 06901 | | | Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) Tab | le I - Non-Derivative Securities Acc | quired, Disposed of, or Beneficially Owned | | | |
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. 4. Securities Acquired | 5. Amount of 6. Ownership 7. Nature of | | | |
| Security | (Month/Day/Year) | Execution Date, if | Transaction(A) or Disposed of (D) | Securities Form: Direct Indirect | | | |
| (Instr. 3) | | any | Code (Instr. 3, 4 and 5) | Beneficially (D) or Beneficial | | | |
| | | (Month/Day/Year) | (Instr. 8) | Owned Indirect (I) Ownership | | | |
| | | | | Following (Instr. 4) (Instr. 4) | | | |
| | | | (A) | Reported | | | |
| | | | or | Transaction(s) | | | |
| | | | Code V Amount (D) Price | (Instr. 3 and 4) | | | |

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

D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

467,785 (2)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

100,000

(1)

D

\$4

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | | | ate | 7. Title Amoun Under | nt of lying ities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|---|---|---|---|---------------------------------------|-----------------------------------|---------------------|-----------------|----------------------------|-------------------------|--|---------------------------------|
| | Derivative Security | | | | Securities Acquired | | | (Instr. | 3 and 4) | | Owne Follo |
| | | | | | (A) or Disposed | | | | | | Repo Trans |
| | | | | | of (D) (Instr. 3, 4, and 5) | | | | | | (Instr |
| | | | | | 4, and 3) | | | | Amount | | |
| | | | | | | Date Exercisable | Expiration Date | Title | or Number of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| | |

Director 10% Owner Officer Other

Berger David E. TWO STAMFORD PLAZA 281 TRESSER BOULEVARD STAMFORD, CT 06901

Executive VP and CFO

Signatures

/s/ David E. 04/08/2016 Berger

**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) The amount reported represents the number of shares tendered by the reporting person in the Issuer's modified "Dutch auction" tender offer.
- (2) Includes 776 shares acquired under the Information Services Group, Inc. Amended and Restated 2007 Employee Stock Purchase Plan.

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.

Reporting Owners 2