

ISSUER DIRECT CORP
Form 4
December 14, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BALBIRNIE BRIAN R

(Last) (First) (Middle)

C/O ISSUER DIRECT CORP., 500 PERIMETER PARK DRIVE, SUITE D

(Street)

MORRISVILLE, NC 27560

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ISSUER DIRECT CORP [ISDR]

3. Date of Earliest Transaction
(Month/Day/Year)
12/04/2015

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)
Chief Executive Officer

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 (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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock | 12/04/2015 | | P | | 200 | A | \$ 6.06 (1) |
| Common Stock | 12/11/2015 | | P | | 600 | A | \$ 6.062 (2) |

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

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SEC 1474 (9-02)

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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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Option to Purchase Common Stock | (3) | | | | | (3) 04/02/2022 | Common Stock 7,500 | |
| Option to Purchase Common Stock | (4) | | | | | (4) 12/16/2024 | Common Stock 500 | |
| Restricted Stock Unit | (5) | | | | | (5) 12/16/2016 | Common Stock 1,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BALBIRNIE BRIAN R C/O ISSUER DIRECT CORP. 500 PERIMETER PARK DRIVE, SUITE D MORRISVILLE, NC 27560 | X | X | Chief Executive Officer | |

Signatures

/s/ Brian R. Balbirnie 12/11/2015
 **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).

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The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$5.99 to

(1) \$6.13. The Reporting Person undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer.

The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$6.05 to

(2) \$6.12. The Reporting Person undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer.

(3) 2010 Equity Incentive Plan ? Incentive Stock Option issued to spouse over a period with conversion prices ranging from 1.70 to 3.33. All such options have vested as of the date of this filing.

2014 Equity Incentive Plan ? Incentive Stock Option issued to spouse on December 16, 2014 with the following vesting schedule: 25% upon the first anniversary of grant and the remaining 75% on a quarterly basis for the three years thereafter. All options under this grant accelerate upon a Corporate Transaction as defined in the Registrant?s 2014 Equity Incentive Plan.

(4)

2014 Equity Incentive Plan ? Restrictive Stock Unit grant to spouse on December 16, 2014 with the following vesting schedule: 100% upon the first anniversary of grant. All restricted stock units vest upon a Corporate Transaction as defined in the Registrant?s 2014 Equity Incentive Plan. Each Restricted Stock Unit represents the right to receive, at settlement, one share of the Registrant?s common stock.

(5)

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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