

ISSUER DIRECT CORP

Form 4

December 14, 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

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(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/04/2015		P	200	(A) or (D) \$ 6.06 (1)	618,655	D
Common Stock	12/11/2015		P	600	\$ 6.062 (2)	619,255	D

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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(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)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
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%

- (4) 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.

2014 Equity Incentive Plan ? Restrictive Stock Unit grant to spouse on December 16, 2014 with the following vesting schedule: 100%

- (5) 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.

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.