

ID SYSTEMS INC
Form SC 13D/A
November 16, 2016
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

ID Systems, Inc.
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

449489103
(CUSIP Number)

Mr. Charles Frumberg
Emancipation Capital
825 Third Avenue
New York, New York 10022
(212) 605-0661
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and
Communications)

November 14, 2016
(Date of Event which Requires
Filing of this Schedule)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.
 [X]

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF
REPORTING
PERSONS
Emancipation
Management LLC

2 CHECK
THE
APPROPRIATE
BOX(a)
IF A (b)
MEMBER
OF
A
GROUP
3 SEC USE ONLY

4 SOURCE OF
FUNDS
OO

5 CHECK
BOX
IF
DISCLOSURE
OF
LEGAL
PROCEEDING
IS
REQUIRED
PURSUANT
TO
ITEM
2(d)
or
2(e)
6 CITIZENSHIP OR
PLACE OF
ORGANIZATION
New York

7 NUMBER OF
SHARES
BENEFICIALLY
OWNED BY 7 SOLE
VOTING
POWER
- 0 -

EACH REPORTING PERSON WITH	SHARED VOTING POWER 8 1,719,093 shares of Common Stock
	SOLE DISPOSITIVE POWER 9 - 0 -
	SHARED DISPOSITIVE POWER 10 1,719,093 shares of Common Stock
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 1,719,093 shares of Common Stock
12	CHECK IF THE AGGREGATE AMOUNT IN [] ROW (11)
13	EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) (see Item 5) 12.5%
14	TYPE OF REPORTING PERSON OO

1 NAME OF
REPORTING
PERSONS
Emancipation
Capital Master, Ltd.

2 CHECK
THE
APPROPRIATE
BOX(a) []
IF A (b) []
MEMBER
OF
A
GROUP
3 SEC USE ONLY

4 SOURCE OF
FUNDS
OO

5 CHECK
BOX
IF
DISCLOSURE
OF
LEGAL
PROCEEDING
IS []
REQUIRED
PURSUANT
TO
ITEM
2(d)
or
2(e)
6 CITIZENSHIP OR
PLACE OF
ORGANIZATION
Delaware

NUMBER OF
SHARES
BENEFICIALLY 7
OWNED BY
EACH
SOLE
VOTING
POWER
- 0 -

REPORTING PERSON WITH	<p>SHARED VOTING POWER</p> <p>8 753,910 shares of Common Stock</p> <p>SOLE DISPOSITIVE POWER</p> <p>9 - 0 -</p> <p>10 SHARED DISPOSITIVE POWER 753,910 shares of Common Stock</p>
11	<p>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 753,910 shares of Common Stock</p>
12	<p>CHECK IF THE AGGREGATE AMOUNT IN [] ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED</p>
13	<p>BY AMOUNT IN ROW (11) (see Item 5) 5.5%</p>
14	<p>TYPE OF REPORTING PERSON CO</p>

1 NAME OF
REPORTING
PERSONS
Emancipation
Capital SPV IV LLC

2 CHECK
THE
APPROPRIATE
BOX(a) []
IF A (b) []
MEMBER
OF
A
GROUP
3 SEC USE ONLY

4 SOURCE OF
FUNDS
OO

5 CHECK
BOX
IF
DISCLOSURE
OF
LEGAL
PROCEEDING
IS []
REQUIRED
PURSUANT
TO
ITEM
2(d)
or
2(e)
6 CITIZENSHIP OR
PLACE OF
ORGANIZATION
Delaware

NUMBER OF
SHARES
BENEFICIALLY 7
OWNED BY
EACH
SOLE
VOTING
POWER
- 0 -

REPORTING PERSON WITH

8 SHARED VOTING POWER
680,399 shares of Common Stock

9 SOLE DISPOSITIVE POWER
- 0 -

10 SHARED DISPOSITIVE POWER
680,399 shares of Common Stock

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON
680,399 shares of Common Stock

12 CHECK IF THE AGGREGATE AMOUNT IN [] ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED

13 BY AMOUNT IN ROW (11) (see Item 5)
4.9%

14 TYPE OF REPORTING PERSON
OO

1	NAME OF REPORTING PERSONS Emancipation Capital LLC
2	CHECK THE APPROPRIATE BOX(a) <input type="checkbox"/> IF A (b) <input type="checkbox"/> MEMBER OF A GROUP SEC USE ONLY
3	
4	SOURCE OF FUNDS OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS <input type="checkbox"/> REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York
7	NUMBER OF SHARES BENEFICIALLY OWNED BY
	SOLE VOTING POWER - 0 -

EACH REPORTING PERSON WITH	SHARED VOTING POWER 8 680,399 shares of Common Stock
	SOLE DISPOSITIVE POWER 9 - 0 -
	SHARED DISPOSITIVE POWER 10 680,399 shares of Common Stock
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON 680,399 shares of Common Stock
12	CHECK IF THE AGGREGATE AMOUNT IN [] ROW (11)
13	EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) (see Item 5) 4.9%
14	TYPE OF REPORTING PERSON OO

1 NAME OF
REPORTING
PERSONS
Charles Frumberg

2 CHECK
THE
APPROPRIATE
BOX(a) []
IF A (b) []
MEMBER
OF
A
GROUP
3 SEC USE ONLY

4 SOURCE OF
FUNDS
OO

5 CHECK
BOX
IF
DISCLOSURE
OF
LEGAL
PROCEEDING
IS []
REQUIRED
PURSUANT
TO
ITEM
2(d)
or
2(e)
6 CITIZENSHIP OR
PLACE OF
ORGANIZATION
United States

NUMBER OF
SHARES
BENEFICIALLY 7
OWNED BY
EACH
REPORTING 8
SOLE
VOTING
POWER
- 0 -

PERSON WITH SHARED
VOTING
POWER
1,719,093
shares of
Common Stock

9 SOLE
DISPOSITIVE
POWER
- 0 -

10 SHARED
DISPOSITIVE
POWER
1,719,093
shares of
Common Stock

11 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
PERSON
1,719,093 shares of
Common Stock

12 CHECK
IF
THE
AGGREGATE
AMOUNT
IN []
ROW
(11)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED

13 BY AMOUNT IN
ROW (11) (see Item
5)
12.5%

14 TYPE OF
REPORTING
PERSON
IN

AMENDMENT NO. 3 TO SCHEDULE 13D

Reference is hereby made to the statement on Schedule 13D filed with the Securities and Exchange Commission on July 28, 2015, Amendment No. 1 thereto filed with the Securities and Exchange Commission on March 9, 2016 and Amendment No. 2 thereto filed with the Securities and Exchange Commission on September 27, 2016 (as so amended, the "Schedule 13D") with respect to Common Stock of the Issuer. Terms previously defined in the Schedule 13D are used herein as so defined.

Item 5. INTEREST IN SECURITIES OF THE ISSUER.

The following paragraphs of Item 5 are hereby amended and restated to read in their entirety as follows:

(a) – (b) The information requested by these paragraphs is incorporated herein by reference to the information provided on the cover pages to this Amendment No. 3 to Schedule 13D. Percentage ownership is based on 13,753,500 shares of Common Stock outstanding as of November 8, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q for the period ended September 30, 2016, as filed with the the Securities and Exchange Commission on November 14, 2016.

(c) Information concerning transactions in the Common Stock effected by the Reporting Persons during the past sixty days is set forth below. All such transactions were effectuated by SPV IV, in the open market through a broker.

Trade Date	Number of Shares Purchased	Price Per Share (excluding commissions, if any)
10/04/2016	1,803	\$5.02
10/07/2016	50,000	\$5.15
10/12/2016	5,900	\$5.13
10/14/2016	6,400	\$5.10
10/17/2016	1,625	\$5.08
10/19/2016	1,000	\$5.15
11/10/2016	50,000	\$4.90
11/14/2016	9,783	\$4.92
11/15/2016	28,400	\$4.94

SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: November 16, 2016

Emancipation Management LLC

By: /s/ Charles Frumberg

Name: Charles Frumberg

Title: Managing Member

Emancipation Capital Master, Ltd.

By: /s/ Charles Frumberg

Name: Charles Frumberg

Title: Director

Emancipation Capital SPV IV LLC

By: Emancipation Capital LLC, its managing member

By: /s/ Charles Frumberg

Name: Charles Frumberg

Title: Managing Member

Emancipation Capital LLC

By: /s/ Charles Frumberg

Name: Charles Frumberg

Title: Managing Member

/s/ Charles Frumberg

Charles Frumberg