#### **EVOLVING SYSTEMS INC**

Form 4

August 18, 2006

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

Washington, D.C. 20549

**OMB** 3235-0287 Number: January 31,

**OMB APPROVAL** 

Expires: 2005 Estimated average

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue.

See Instruction

1(b).

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person \* GARTSIDE STEPHEN K JR

2. Issuer Name and Ticker or Trading Symbol

**EVOLVING SYSTEMS INC** [EVOL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

C/O EVOLVING SYSTEMS.

(Street)

(State)

(First) (Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year) 08/17/2006

\_X\_\_ Director X\_ Officer (give title below)

10% Owner Other (specify

INC., 9777 PYRAMID COURT, **SUITE 100** 

> 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

President & CEO

ENGLEWOOD, CO 80112

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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• •		Table	: 1 - MOII-DO	erranve s	securi	ues Acq	jun eu, Disposeu o	i, or belieficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(msu. 1)	(mstr. 1)
Common Stock	08/17/2006		P	1,800	A	\$ 1.02	80,400	D	
Common Stock	08/17/2006		P	3,200	A	\$ 1.02	83,600	D	
Common Stock	08/17/2006		P	200	A	\$ 1.02	83,800	D	
Common Stock	08/17/2006		P	1,000	A	\$ 1.05	84,800	D	
	08/17/2006		P	3,433	A		88,233	D	

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Common Stock					\$ 1.06		
Common Stock	08/17/2006	P	2,167	D	\$ 1.08	90,400	D
Common Stock	08/17/2006	P	100	A	\$ 1.08	90,500	D
Common Stock	08/17/2006	P	500	A	\$ 1.08	91,000	D
Common Stock	08/17/2006	P	100	A	\$ 1.08	91,100	D
Common Stock	08/17/2006	P	100	A	\$ 1.08	91,200	D
Common Stock	08/17/2006	P	100	A	\$ 1.08	91,300	D
Common Stock	08/17/2006	P	100	A	\$ 1.08	91,400	D
Common Stock	08/17/2006	P	5,000	A	\$ 1.09	96,400	D
Common Stock	08/17/2006	P	500	A	\$ 1.09	96,900	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	97,000	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	97,100	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	97,200	D
Common Stock	08/17/2006	P	500	A	\$ 1.09	97,700	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	97,800	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	97,900	D
Common Stock	08/17/2006	P	100	A	\$ 1.09	98,000	D
Common Stock	08/17/2006	P	5,600	A	\$ 1.1	103,600	D
Common Stock	08/17/2006	P	1,460	A	\$ 1.08	105,060	D
Common Stock	08/17/2006	P	200	A	\$ 1.08	105,260	D
	08/17/2006	P	25	A		105,285	D

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Common \$
Stock 1.09

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

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SEC 1474

(9-02)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title : Amount Underly Securitic (Instr. 3	of ing es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	, ,	Date Exercisable	Expiration Date	Title N	lumber		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GARTSIDE STEPHEN K JR C/O EVOLVING SYSTEMS, INC. 9777 PYRAMID COURT, SUITE 100 ENGLEWOOD, CO 80112	X		President & CEO					

## **Signatures**

Anita T. Moseley as Attorney in Fact for Stephen K.

Gartside, Jr.

08/18/2006

\*\*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).

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 3