

Burdick Michael J  
 Form 4  
 July 31, 2018

**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 \*  
 Burdick Michael J

(Last) (First) (Middle)

C/O CALAMP CORP., 15635  
 ALTON PARKWAY, SUITE 250

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 CalAmp Corp. [CAMP]

3. Date of Earliest Transaction (Month/Day/Year)  
 07/28/2018

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)  
 President & CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 07/28/2018                           |  | F(1)                           |   | 12,456  | D  | \$ 22.26  |
| Common Stock                    | 07/28/2018                           |  | M                              |   | 4,055   | A  | 22.26   |
| Common Stock                    | 07/28/2018                           |  | F(3)                           |   | 2,010   | D  | \$ 22.26  |
| Common Stock                    | 07/29/2018                           |  | F(4)                           |   | 5,317   | D  | \$ 22.26  |

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

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(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. 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Stock Units                    | (2)  | 07/28/2018                           |  | M                              | 4,055   | (5) (5)  | Common Stock  | 4,055                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                 |       |
|--|---------------|-----------|-----------------|-------|
|  | Director      | 10% Owner | Officer         | Other |
| Burdick Michael J<br>C/O CALAMP CORP.,<br>15635 ALTON PARKWAY, SUITE 250<br>IRVINE, CA 92618 | X             |           | President & CEO |       |

## Signatures

Arnel Melgarejo,  
Attorney-in-fact

07/31/2018

\*\*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).
- (1) On 7/28/2018, in connection with the vesting of 25,125 shares of restricted stock held by the reporting person, CalAmp withheld 12,456 shares to pay minimum withholding taxes of \$277,270.56.
- (2) Performance stock units convert into common stock on a one-for-one basis.
- (3) On 7/28/2018, in connection with the vesting of 4,055 shares of Performance Stock Units held by the reporting person, CalAmp withheld 2,010 shares to pay minimum withholding taxes of \$44,742.60.
- (4) On 7/29/2018, in connection with the vesting of 10,725 shares of restricted stock held by the reporting person, CalAmp withheld 5,317 shares to pay minimum withholding taxes of \$118,356.42.

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(5) Performance Stock Units vested on July 28, 2018

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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