

ATICK JOSEPH J
Form 4
July 27, 2011

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 *
ATICK JOSEPH J

2. Issuer Name and Ticker or Trading Symbol
L-1 IDENTITY SOLUTIONS, INC.
[ID]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Strategic Officer

C/O L-1 IDENTITY SOLUTIONS, INC., 177 BROAD STREET, 12TH FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

STAMFORD, CT 06901

(City) (State) (Zip)

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	(A) or (D)	Price
Common Stock, par value \$0.001 per share	07/25/2011		D		759,566 <u>(1)</u>	D	\$ 12 <u>(1)</u>
Common Stock, par value \$0.001 per share	07/25/2011		D		3,474 <u>(1)</u>	D	\$ 12 <u>(1)</u> 0 <u>(1)</u> <u>(2)</u> <u>(2)</u>
						I <u>(2)</u>	By 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Options (right to buy)	\$ 7.33	07/25/2011		D	30,000	⁽³⁾ 02/10/2019	Common Stock, par value \$0.001 per share 30,000
Employee Stock Options (right to buy)	\$ 7.23	07/25/2011		D	150,000	⁽⁴⁾ 09/08/2019 ⁽⁴⁾	Common Stock, par value \$0.001 per share 150,000
Employee Stock Options (right to buy)	\$ 10.02	07/25/2011		D	42,570	⁽⁵⁾ 04/23/2013 ⁽⁵⁾	Common Stock, par value \$0.001 per share 42,570

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ATICK JOSEPH J C/O L-1 IDENTITY SOLUTIONS, INC. 177 BROAD STREET, 12TH FLOOR STAMFORD, CT 06901			EVP, Chief Strategic Officer	

Signatures

Joseph J. Atick 07/27/2011
 **Signature of Date
 Reporting Person

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).

On July 25, 2011, L-1 Identity Solutions, Inc., a Delaware corporation (the "Issuer"), was acquired (the "Merger") pursuant to that certain Agreement and Plan of Merger, dated as of September 19, 2010 (the "Merger Agreement"), by and among the Issuer, Safran SA, a french societe anonyme ("Parent"), and Laser Aquisition Sub Inc., a Delaware corporation and wholly owned subsidiary of Parent ("Merger Sub"). In connection with the Merger, all shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock"), held by the Reporting Person at the effective time of the Merger (the "Effective Time") were exchanged for merger consideration consisting of \$12.00 in cash per share of Common Stock, subject to applicable withholding amounts, as described in the Merger Agreement.

(1) Represents shares of Common Stock held in the Reporting Person's 401(k) Plan that were exchanged for merger consideration in the Merger.

These options to purchase 30,000 shares of Common Stock, which were scheduled to vest in four equal annual installments beginning on the first anniversary of the date of grant (which was February 10, 2010), became fully vested and exercisable as of immediately prior to the Effective Time. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$4.67 (\$140,100 in the aggregate), representing the difference between the exercise price of the options (\$7.33 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

(3) These options to purchase 150,000 shares of Common Stock, which were scheduled to vest in four equal annual installments beginning on the first anniversary of the date of grant (which was September 8, 2010), became fully vested and exercisable as of immediately prior to the Effective Time. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$4.77 (\$715,500 in the aggregate), representing the difference between the exercise price of the options (\$7.23 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

(4) These options to purchase 150,000 shares of Common Stock, which were scheduled to vest in four equal annual installments beginning on the first anniversary of the date of grant (which was September 8, 2010), became fully vested and exercisable as of immediately prior to the Effective Time. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$4.77 (\$715,500 in the aggregate), representing the difference between the exercise price of the options (\$7.23 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

(5) These options to purchase 42,570 shares of Common Stock were fully vested. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$1.98 (\$84,289 in the aggregate), representing the difference between the exercise price of the options (\$10.02 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

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.