

ISSUER DIRECT CORP
Form 4
November 21, 2013

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 *
BALBIRNIE BRIAN R

2. Issuer Name and Ticker or Trading Symbol
ISSUER DIRECT CORP [ISDR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O ISSUER DIRECT CORP., 500 PERIMETER PARK DRIVE, SUITE D

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

(Street)
MORRISVILLE, NC 27560

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

(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 or (D) Price | | |
| Common Stock | 08/07/2013 | 11/05/2013 | S | | 2,000 (1) | D | \$ 8 622,250 D |
| Common Stock | 08/07/2013 | 11/05/2013 | S | | 1,500 (1) | D | \$ 9 620,750 D |
| Common Stock | 08/07/2013 | 11/05/2013 | S | | 2,000 (1) | D | \$ 10 618,750 D |
| Common Stock | 11/21/2013 | 11/21/2013 | A ⁽²⁾ | | 4,329 | A | \$ 2.31 623,079 D |

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.

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to Purchase Common Stock | (4) | | | | | (4) 04/02/2022 | Common Stock | 7,500 |
| Option to Purchase Common Stock | \$ 2.31 | | | | | 06/30/2014 ⁽³⁾ 08/09/2015 | Common Stock | 10,671 |

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 11/21/2013

**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) This transaction was effected pursuant to Rule 10b5-1, adopted by the Reporting Person on August 7, 2013.
- (2) Exercised an option to purchase 4,329 shares of common stock at \$2.31 per share.
- (3) Options to purchase common stock vest in quarterly installments over a four year period through June 30, 2014.
- (4) Employee Stock Option Plan - ISO issued to spouse over a period, with conversion prices ranging from 1.70 to 3.33

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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