

WIDEPOINT CORP

Form 4

December 05, 2013

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MANSOURI MICHAEL

(Last) (First) (Middle)

8909 HARVEST SQUARE DRIVE

(Street)

POTOMAC, MD 20854

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WIDEPOINT CORP [WYY]

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

CEO-WidePoint Solutions Corp.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/03/2013		P		10,000	A	\$ 1.07
Common Stock	12/03/2013		P		10,800	A	\$ 1.08
Common Stock	12/03/2013		P		7,900	A	\$ 1.09

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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. L	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy	\$ 0.69							01/03/2013 ⁽¹⁾	01/03/2018	Common Stock	100,000
Option to Buy	\$ 0.46							⁽²⁾	01/30/2020	Common Stock	100,000

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10% Owner Officer Other

MANSOURI MICHAEL
8909 HARVEST SQUARE DRIVE
POTOMAC, MD 20854

CEO-WidePoint Solutions Corp.

Signatures

/s/ John J. Wolfel, Attorney-in-Fact for Michael
Mansouri

12/05/2013

__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).

- The options will fully vest after 5 years on January 3, 2017 and include an acceleration feature that allows early vesting of 1/3 of the
- (1) options upon achievement of certain 2012 financial targets and early vesting of the remaining 2/3 of the options upon achievement of certain 2013 financial targets.
- (2) The options will vest 100% on October 31, 2019 provided that Mr. Mansouri remains an employee. The vesting of the options may be accelerated to January 30, 2014 if Mr. Mansouri achieves 110% of his sales goals for 2013.

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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