EPLUS INC Form 4 December 15, 2015

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

OMB APPROVAL

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January 31, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type	e Responses)								
1. Name and Address of Reporting Person * BOWEN BRUCE M			ymbol	er Name ar S INC [Pl	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle) 3.	. Date o	of Earliest	Transaction	(Check all applicable)			
13595 DULLES TECHNOLOGY DRIVE				Day/Year)		_X_ Director Officer (give to below)		6 Owner er (specify	
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
HERNDO	N, VA 20171-341		iled(Mo	onth/Day/Ye	ar)	Applicable Line) _X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	uired, Disposed of,	red, 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. Transactio Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

1.11the of	2. Transaction Date	ZA. Deemed	5. 4. Securiues Acquired (A)				3. Amount of	0.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction Disposed of (D)				Securities	Ownership	Indirect
(Instr. 3)	· · · · · · · · · · · · · · · · · · ·	any	Code (Instr. 3, 4 and 5)				Beneficially	Form:	Beneficial
(1115111.0)		(Month/Day/Year)	(Instr. 8)	(111511111)		-,	Owned	Direct (D)	Ownership
		(William Day Tear)	(111511. 0)					` ′	*
							Following	or Indirect	(Instr. 4)
					(A)		Reported	(I)	
							Transaction(s)	(Instr. 4)	
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	, , , , , , , , , , , , , , , , , , , ,		
						\$			By Bowen
Common	12/11/2015		S	10.000	D		40.200	I	<u> </u>
Stock	12/11/2015		3	10,000	D	96.3121	40,300	1	Holdings
Diock						<u>(1)</u>			LLC
						_			
Common								_	
							4,037	D	
Stock									
									D D
									By Bruce
Common									Montague
							1,441	I	· ·
Stock									Bowen
									Trust
Common							1,440	I	By
							,		· · · · · · · · · · · · · · · · · · ·
Stock									Elizabeth

Dederich Bowen Trust

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	Ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date		Amount of		Derivative	1
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
	·				(A) or						J
					Disposed						7
					of (D)					(
					(Instr. 3,						
					4, and 5)						
									Amount		
							Expiration Date	Title	or		
									Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships

Reporting Owner Name / Address

Director $\frac{10\%}{\text{Owner}}$ Officer Other

BOWEN BRUCE M 13595 DULLES TECHNOLOGY DRIVE X HERNDON, VA 20171-3413

Signatures

/s/ Bruce M.
Bowen

12/15/2015

**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) The transaction was executed in multiple trades at prices ranging from \$94.32 to \$97.01 per share, inclusive. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares purchased and prices at which the transaction was

Reporting Owners 2

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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effected.

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.