Edgar Filing: KRUSE ADRIAN F - Form 4

KRUSE ADR	RIAN F										
Form 4											
May 22, 2009											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE Washington, D.C. 20549								COMMISSION		3235-0287	
Check this if no longe subject to Section 16	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated a	Estimated average burden hours per				
Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed pu s Section 17	7(a) of the I	Public Uti		ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	response	0.5	
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> KRUSE ADRIAN F			2. Issuer Name and Ticker or Trading Symbol AWARE INC /MA/ [AWRE]				g	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
C/O AWARI TURNPIKE	(Month/Day/Year) 05/20/2009					X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
BEDFORD,	MA 01730	Filed(Mont	h/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuri	ties Ace	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any		3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) o of (D 4 and (A) or	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock								10,000	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.

 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. Number 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date **Underlying Securities** Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5) Amount Date Expiration or Title Exercisable Number Date Code V (A) (D) of Share Stock Common (1) Appreciation 05/20/2019 \$ 2.52 05/20/2009 6,000 6,000 Α Stock Right Stock Option Common (2)05/23/2018 \$ 3.44 37,200 (right to buy) Stock Stock Option Common (3) 02/12/2017 27,500 \$ 5.06 (right to buy) Stock Stock Option Common (4) \$ 5.58 02/22/2010 12,500 (right to buy) Stock Stock Option Common (5) \$6.18 02/16/2015 20,000 (right to buy) Stock Stock Option Common (6) 09/08/2014 \$ 2.95 10,000 (right to buy) Stock Stock Option Common (7)\$ 3.27 10/14/2013 25,000 (right to buy) Stock

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
KRUSE ADRIAN F C/O AWARE INC 40 MIDDLESEX TURN BEDFORD, MA 01730	PIKE	Х						
Signatures								
/s/ Adrian F. 0 Kruse 0		/22/2009						
**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) Vests in 8 equal quarterly installments on the last day of each quarter from June 30, 2009 through March 31, 2011 and is exercisable upon the date the reporting person ceases to serve on the board of directors of Aware, Inc. or expiration, whichever is sooner.
- (2) Vests in 8 equal quarterly installments on the last day of each quarter from June 30, 2008 through March 31, 2010.
- (3) Vests in 16 equal quarterly installments on the last day of each quarter from March 31 2007 through December 31, 2010.
- (4) Vests in 16 equal quarterly installments on the last day of each quarter from March 31 2006 through December 31, 2009.
- (5) Vests in full on February 16, 2005.
- (6) 50% vests on September 8, 2004, the remaining 50% vests in 8 equal quarterly installments of 6.25%, beginning as of December 31, 2004, until fully vested.
- (7) Option vests in 16 equal quarterly installments of 6.25%, beginning as of December 31, 2003, until fully vested.

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.