

Everett William H
Form 4
March 12, 2018

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 *
Everett William H

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)

3. Date of Earliest Transaction (Month/Day/Year)
03/08/2018

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

C/O ISSUER DIRECT CORP., 500 PERIMETER PARK DRIVE, SUITE D

(Street)

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

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

MORRISVILLE, NC 27560

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/08/2018		M		19,779 (1)	A	\$ 7.76 41,112 D
Common Stock	03/08/2018		S		9,227 (1)	D	\$ 16.63 31,885 D (2)
Common Stock	03/09/2018		M		221 (1)	A	\$ 7.76 32,106 D
Common Stock	03/09/2018		S		4,012 (1) (3)	D	\$ 16.21 28,094 D (4)

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Options to Purchase Common Stock	\$ 7.76	03/08/2018		M	19,779	10/02/2015	10/02/2018	Common Stock	19,779 <u>(1)</u>
Options to Purchase Common Stock	\$ 7.76	03/09/2018		M	221	10/02/2015	10/02/2018	Common Stock	221

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Everett William H
C/O ISSUER DIRECT CORP.
500 PERIMETER PARK DRIVE, SUITE D
MORRISVILLE, NC 27560

Signatures

/s/ William H.
Everett

03/12/2018

**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 Form 4 is being filed to report the exercise of a non-statutory stock option for a total of 20,000 shares of Common Stock, with 19,779 shares being acquired on March 8, 2018 and 221 shares being acquired on March 9, 2018. The stock option was initially granted to the Reporting Person on October 2, 2013 for an aggregate of 40,000 shares of Common Stock at an exercise price of \$7.76 per share (the "Initial Option"). Simultaneously with the exercise of the stock option, the Reporting Person sold (i) 9,227 shares of Common Stock on March 8, 2018 in the open market at a weighted average price of \$16.63 per share in order to pay for option exercise price of \$153,485 and (ii) 104 shares of Common Stock on March 9, 2018 in the open market at a weighted average price of \$16.47 per share in order to pay for option exercise price of \$1,715. As a result of these transactions, the Reporting Person, on a net basis, acquired ownership of 10,661 shares of Common Stock. The Reporting Person no longer has any shares of Common Stock exercisable under the Initial Option.

(2) The \$16.63 represents a weighted average price. The price range of such transactions was \$16.50 to \$16.85. The Reporting Person undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price.

(3) The Reporting Person sold 3,908 of these shares in order to pay income taxes relating to the exercise of stock options as more fully described in Footnote 1 above.

(4) The \$16.21 represents a weighted average price. The price range of such transactions was \$16.05 to \$16.475. The Reporting Person undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price.

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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