CONNORS MICHAEL P

Form 4

August 02, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31,

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person ** CONNORS MICHAEL P			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Issuer	5. Relationship of Reporting Person(s) to Issuer		
			Informa	tion Serv	ices Group	Inc. [II	[] (Che	eck all applicable	e)	
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction					
			(Month/D	•			_X_ Director		Owner	
2187 ATLANTIC ST			08/01/2018				X Officer (give title Other (specify below)			
							Cł	nairman & CEO		
(Street)			4. If Amendment, Date Original				6. Individual or	6. Individual or Joint/Group Filing(Check		
			Filed(Mon	th/Day/Year)		Applicable Line)			
GE ANGEOD	D CT 0.000						_X_ Form filed by Form filed by	One Reporting Pe More than One Re		
STAMFORD, CT 06902								Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	ecurities A	cquired, Disposed	of, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securitie	es Acquire	1 5. Amount of	6. Ownership	7. Nature of	
Security					on(A) or Disp	`		Form: Direct		
(Instr. 3)		any	D/W)	Code	(Instr. 3, 4	and 5)	Beneficially	(D) or	Beneficial	
		(Month/	Day/Year)	(Instr. 8)			Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(4)	Reported	(======================================	(
						(A) or	Transaction(s)			
				Code V	Amount	(D) Pr	(Instr. 3 and 4)			
Shares of										
Common	08/01/2018			A(1)	184,275	A \$	0 4,636,954	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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1. Title of Derivative	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	Date Exercis	sable and	7. Title an
Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative Expiration Date		e	Underlyin
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Y	ear)	(Instr. 3 ar
	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or			
	Derivative				Disposed of (D)			
	Security				(Instr. 3, 4, and			
					5)			
						Date	Expiration	Title
				Code V	(A) (D)	Exercisable	Date	Title
	<u>(2)</u>	08/01/2018		A	122,850	08/01/2020	08/01/2021	Commo Stock
	Security (Instr. 3) Performance-based RSUs	(Instr. 3) or Exercise Price of Derivative Security Performance-based (2)	(Instr. 3) or Exercise Price of Derivative Security Performance-based (2) 08/01/2018	(Instr. 3) or Exercise any Price of (Month/Day/Year) Derivative Security Performance-based (2) 08/01/2018	(Instr. 3) or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V Performance-based (2) 08/01/2018	(Instr. 3) or Exercise any Code Securities Price of (Month/Day/Year) (Instr. 8) Acquired (A) or Derivative Security (Instr. 3) Acquired (D) (Instr. 3, 4, and 5) Code V (A) (D) Performance-based 122,850	(Instr. 3) or Exercise any Code Securities (Month/Day/Y Price of Derivative Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Performance-based (2) 08/01/2018 A 122,850 08/01/2020	(Instr. 3) or Exercise any (Month/Day/Year) (Instr. 8) Acquired (A) or Derivative Security (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Exercisable Date Performance-based (2) 08/01/2018 A 122,850 08/01/2020 08/01/2021

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
CONNORS MICHAEL P							
2187 ATLANTIC ST	X		Chairman & CEO				
STAMFORD, CT 06902							

Signatures

David E. Berger, as attorney-in-fact 08/02/2018

**Signature of Reporting Person Da

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).
- Represents restricted stock units granted to the reporting person pursuant to the Information Services Group, Inc. Amended and Restated (1) 2007 Equity and Incentive Award Plan, which will vest in 4 equal installments on each of the first, second, third and fourth anniversaries of August 1, 2018.
- Represents a grant of RSUs that may be earned based on achievement of market price goals, which will be measured at the average closing price of the Issuer's common stock over the ten-trading-day period prior to and including the second anniversary of the date of grant. 50% of the number of RSUs reported above will be earned if the measured market price is \$6 and 100% of the RSUs will be earned if the measured market price is \$8 or above, with straight-line interpolation of the number of earned RSUs if the measured market price is between \$6 and \$8. Unearned RSUs will be canceled. Market price goals are subject to adjustment for stock splits and certain other corporate events. Once determined, any such earned RSUs will be subject to an additional one-year vesting term.

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.

Reporting Owners 2