

PERNA FRANK JR
Form 4
May 01, 2006

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 *
PERNA FRANK JR

(Last) (First) (Middle)

C/O CALAMP CORP., 1401 N. RICE AVENUE

(Street)

OXNARD, CA 93030

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CalAmp Corp. [CAMP]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 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 or Price | | | |
| Common Stock | 05/01/2006 | | M | | 8,000 A \$ 5.15 | 8,000 | D | |
| Common Stock | 05/01/2006 | | M | | 8,000 A \$ 4.99 | 16,000 | D | |
| Common Stock | 05/01/2006 | | M | | 8,000 A \$ 3.89 | 24,000 | D | |
| Common Stock | 05/01/2006 | | M | | 8,000 A \$ 6.25 | 32,000 | D | |

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option | \$ 5.15 | 05/01/2006 | | M | 8,000 | 07/23/2002 07/23/2011 | Common Stock | 8,000 |
| Stock Option | \$ 4.99 | 05/01/2006 | | M | 8,000 | 07/19/2003 07/19/2012 | Common Stock | 8,000 |
| Stock Option | \$ 3.89 | 05/01/2006 | | M | 8,000 | 07/18/2004 07/18/2013 | Common Stock | 8,000 |
| Stock Option | \$ 6.25 | 05/01/2006 | | M | 8,000 | 08/27/2005 08/27/2014 | Common Stock | 8,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PERNA FRANK JR C/O CALAMP CORP. 1401 N. RICE AVENUE OXNARD, CA 93030 | X | | | |

Signatures

Richard K. Vitelle,
Attorney-in-fact

05/01/2006

**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).

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- (1) This is a Director stock option grant and therefore had no purchase price.
- (2) This is a Director stock option grant and therefore had no purchase price.
- (3) This is a Director stock option grant and therefore had no purchase price.
- (4) This is a Director stock option grant and therefore had no purchase 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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