

LAPENTA ROBERT V
 Form 4
 May 12, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 LAPENTA ROBERT V

2. Issuer Name and Ticker or Trading Symbol
 L-1 IDENTITY SOLUTIONS, INC.
 [ID]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/11/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, President & CEO

C/O L-1 IDENTITY SOLUTIONS, INC., 177 BROAD STREET, 12TH FLOOR

(Street)

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

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

STAMFORD, CT 06901

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 05/11/2009 | | C | V | 1,145,337 | A | Ⓛ |
| Common Stock | | | | | 5,022,016 | D | |
| | | | | | 7,619,047 | I | By limited partnership of which Mr. LaPenta is a managing member of the general |

partner thereof.

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

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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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Preferred Convertible Stock | (3) | 05/11/2009 | | C | 15,107 | 08/05/2008 ⁽²⁾ 06/30/2028 | Common Stock 1,1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LAPENTA ROBERT V C/O L-1 IDENTITY SOLUTIONS, INC. 177 BROAD STREET, 12TH FLOOR STAMFORD, CT 06901 | X | X | Chairman, President & CEO | |

Signatures

Robert V.
LaPenta 05/12/2009

**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) The shares were issued on May 11, 2009 to Robert V. LaPenta upon conversion by Mr. LaPenta of 15,107 shares of Series A Convertible Preferred Stock, par value \$0.001, of the Company (the "Series A Preferred Stock") pursuant to the terms and conditions of the Certificate of Designations, Rights and Preferences of the Series A Preferred Stock and the Securities Purchase Agreement, dated as of June 29, 2008, by and between L-1 Identity Solutions, Inc. (the "Company") and Mr. LaPenta, (the "Agreement"). The conversion was approved

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by requisite Company stockholder approval on May 6, 2009.

- (2) The 15,107 shares of Series A Preferred Stock, previously issued on August 5, 2008, became convertible by Mr. LaPenta upon the requisite Company stockholder approval of such convertibility on May 6, 2009.
- (3) Mr. LaPenta received 1,145,337 shares of Common Stock in exchange for the 15,107 shares of Series A Preferred Stock. Actual conversion by Mr. LaPenta of shares of Series A Preferred Stock into shares of Common Stock occurred on May 11, 2009.

- Pursuant to the terms and conditions of the Agreement, Mr. LaPenta is entitled to a contractual price protection right to receive up to
- (4) 2,185 additional shares of Series A Preferred Stock, if the volume weighted average price of a share of Common Stock, as reported by Bloomberg Financial Markets for the 30 consecutive days ending on the last trading day prior to June 30, 2009 is less than \$13.19.

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.