

DecisionPoint Systems, Inc.

Form 4

February 10, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TAGLICH MICHAEL N

(Last) (First) (Middle)

**C/O DECISIONPOINT SYSTEMS,
INC., 8697 RESEARCH DRIVE**

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

DecisionPoint Systems, Inc. [DPSI]

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

12/31/2014

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price
Common Stock					155,516	I	See Footnote (1)
Common Stock					\$ 112,716	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		30,000		12/20/2012	<u>(9)</u>	Common Stock	422,000
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		10,000		12/20/2012	<u>(9)</u>	Common Stock	140,000
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		1,500		12/20/2012	<u>(9)</u>	Common Stock	21,000
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		3,000		12/20/2012	<u>(9)</u>	Common Stock	42,000
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		2,000		12/20/2012	<u>(9)</u>	Common Stock	28,000
Series D Convertible Preferred Stock	\$ 0.71	12/20/2012		P		2,000		12/20/2012	<u>(9)</u>	Common Stock	28,000
Warrants (Series D)	\$ 1.1 <u>(3)</u>	12/31/2012		A		151,343		12/31/2012	12/31/2017	Common Stock	151,343
Series D Convertible Preferred Stock	\$ 0.71	04/22/2014		J <u>(10)</u>		1,116		04/22/2014	<u>(9)</u>	Common Stock	15,000
Series D Convertible Preferred Stock	\$ 0.71	04/22/2014		J <u>(10)</u>		372		04/22/2014	<u>(9)</u>	Common Stock	5,200

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Series D Convertible Preferred Stock	\$ 0.71	04/22/2014	J ⁽¹⁰⁾	55	04/22/2014	⁽⁹⁾	Common Stock	7
Series D Convertible Preferred Stock	\$ 0.71	04/22/2014	J ⁽¹⁰⁾	111	04/22/2014	⁽⁹⁾	Common Stock	1,5
Series D Convertible Preferred Stock	\$ 0.71	04/22/2014	J ⁽¹⁰⁾	74	04/22/2014	⁽⁹⁾	Common Stock	1,0
Series D Convertible Preferred Stock	\$ 0.71	04/22/2014	J ⁽¹⁰⁾	74	04/22/2014	⁽⁹⁾	Common Stock	1,0
Series E Convertible Preferred Stock	\$ 0.5	11/12/2013	P	15,000	11/12/2013	⁽⁹⁾	Common Stock	300
Series D Convertible Preferred Stock	\$ 0.71	11/15/2013	P	24,943	11/15/2013	⁽⁹⁾	Common Stock	351
Warrants (Series E)	\$ 0.55 ⁽⁸⁾	11/22/2013	A	200,000	11/22/2013	11/22/2018	Common Stock	200
Series E Convertible Preferred Stock	\$ 0.5	04/22/2014	J ⁽¹¹⁾	281	04/22/2014	⁽⁹⁾	Common Stock	5,6
Stock Options (right to buy)	\$ 0.38	12/31/2014	A	14,211	12/31/2014	12/31/2017	Common Stock	14,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAGLICH MICHAEL N C/O DECISIONPOINT SYSTEMS, INC. 8697 RESEARCH DRIVE IRVINE, CA 92618	X			

Signatures

/s/ Michael N.
Taglich

02/10/2015

__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) Securities are held by Michael N. Taglich Keogh-Account. Michael Taglich is the principal of this account.
- (2) Securities are held by Mike Taglich POA Tag/Kent Partnership F/B/O Garlinghouse/M Taglich B Taglich. Michael Taglich has power of attorney over the partnership.
- (3) Mr. Taglich was issued warrants exercisable for 151,343 shares of common stock as compensation for services in connection with the issuer's private placement.
- (4) Securities are held by Michael Taglich as Custodian for Benefit of Hope Taglich UTMA, his minor child.
- (5) Securities are held by Michael Taglich as Custodian For Benefit of Lucy Taglich UTMA NY, his minor child.
- (6) Securities are held by Michael Taglich Custodian for Benefit of Amanda Taglich UTMA NY Until Age 21, his minor child.
- (7) Securities are held by Michael Taglich Custodian for Benefit of Stella Taglich UTMA NY Until Age 21, his minor child.
- (8) Mr. Taglich was issued warrants exercisable for 200,000 shares of common stock as compensation for services in connection with the issuer's private placement.
- (9) The Series D Convertible Preferred Stock and Series E Convertible Preferred Stock may be converted into shares of Common Stock by the holder at any time and has no expiration date.
- (10) Reflects dividends made to holders of Series D Convertible Preferred Stock that was paid (issued) in shares of Series D Convertible Preferred Stock.
- (11) Reflects dividends made to holders of Series E Convertible Preferred Stock that was paid (issued) in shares of Series E Convertible Preferred Stock.
- (12) Securities are held by Michael N. Taglich Claudia Taglich JTWROS

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.