Edgar Filing: AWARE INC /MA/ - Form 3

AWARE INC /MA/ Form 3 February 21, 2008

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

burden hours per

OMB Number:

3235-0104 January 31,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average

OMB APPROVAL

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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *

 MOBERG RICHARD P

(Last) (First) (Middle) Statement

(Month/Day/Year)

02/20/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

AWARE INC /MA/ [AWRE]

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

5. If Amendment, Date Original

6. Individual or Joint/Group

Filed(Month/Day/Year)

40 MIDDLESEX TURNPIKE

(Street)

(Check all applicable)

VP, CFO and Treasurer

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

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Reporting Person

Form filed by More than One

BEDFORD, MAÂ 01730

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

(I) (Instr. 5)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Direct (D) or Indirect

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Exercisable

Date

Amount or Title Number of Shares

or Indirect (I)(Instr. 5)

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Stock Option $\hat{A} = \frac{(1)}{02/20/2018} = \frac{Common}{Stock} = 200,000 + 3.77 D \hat{A}$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MOBERG RICHARD P

40 MIDDLESEX TURNPIKE VP, CFO and Treasurer BEDFORD, MAÂ 01730

Signatures

/s/ Richard P. 02/21/2008 Moberg

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Vests in 16 equal quarterly installments on the last day of each quarter from March 31, 2008 to December 31, 2011.

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.

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