Edgar Filing: EPLUS INC - Form 4

EPLUS INC													
Form 4													
September 28	3, 2016												
FORM 4 UNITED STATES SECURITIES A									-	OMB APPROVAL			
Washin					TIES AND EXCHANGE COMMISSION ington, D.C. 20549						3235-0287 January 31,		
Check this box if no longer										Expires:			
subject to	STATE	MENT O	F CHAN	GES IN BENEFICIAL OWNERSHIP OF						Estimated	2005 average		
Section 16						TIES				burden hours per			
Form 4 or Form 5			G . 14		.1	a	-			response	0.5		
obligation	- ·							-	ge Act of 1934,				
may conti	nue. Section 17								f 1935 or Sectio	n			
See Instru 1(b).	ction	50(II)	of the Inv	vestine	шC	Joinpan	y Aci	. 01 19	40				
1(0).													
(Print or Type R	esponses)												
1 37 1 4	11 (D)	D *							5 5 1 2 1				
				Name and Ticker or Trading				g	5. Relationship of Reporting Person(s) to Issuer				
TAOLDERS		.11	Symbol	INC IDLUSI									
EPLUS			US INC [PLUS]					(Check all applicable)					
			f Earliest Transaction						100				
(Month/Da 13595 DULLES TECHNOLOGY 09/26/20				-					X_ Director 10% Owner Officer (give title Other (specify				
DRIVE		LUUI	09/26/20	10					below)	below)			
DIGVE	(Street)		1 If A mor	admont	Date	Original			6 Individual or L	oint/Croun Fili	ng(Chaolr		
· · · · · · · · · · · · · · · · · · ·			Amendment, Date Original d(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)					
			1 neu(mon	ui/Duy/1	cur)				_X_ Form filed by	One Reporting Po	erson		
HERNDON,	VA 20171-34	13							Form filed by M Person	More than One R	eporting		
(City)	(State)	(Zip)	Table	e I - Nor	1-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of	2. Transaction D	ate 2A. Dee	emed	3.		4. Securi	ties		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Yea	ar) Execution	on Date, if	TransactionAcquired (A) or					Securities	Form: Direct	Indirect		
(Instr. 3)		any (Month)	/Day/Year)	CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned		Beneficial Ownership			
		(wonu)	Day/Teal) (Illsu. 8)			(mstr. 5, 4 and 5)			Following	(Instr. 4)			
							(A)		Reported		. ,		
							or		Transaction(s)				
				Code	V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	09/26/2016			А		839 (1)	А	\$0	15,079	D			

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Faulders

**Signature of

Reporting Person

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
FAULDERS C THOMAS III 13595 DULLES TECHNOLOGY DRIVE HERNDON, VA 20171-3413	Х					
Signatures						
/s/ C. Thomas						

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

09/28/2016

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On September 26, 2016, Mr. Faulders, a director of ePlus inc. (the "Company"), was granted a restricted stock award consisting of 839 shares of common stock of the Company (the "Restricted Shares"). The Restricted Shares were granted pursuant to the Company's 2008 Non-Employee Director Long Term Incentive Plan (the "Plan") and are subject to a Restriction Period beginning on the grant date and

(1) Indicating on the first anniversary of the grant for one-half of the Restricted Shares, and ending on the second anniversary of the grant for the remaining one half of the Restricted Shares (the "Restriction Period"). As more fully described in the Plan, under certain other circumstances the restrictions may lapse, or the shares may be forfeited and transferred back to the Company.

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.