

EVOLVING SYSTEMS INC  
Form 4  
August 18, 2006

**FORM 4**

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

OMB APPROVAL

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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 \*  
GARTSIDE STEPHEN K JR

2. Issuer Name and Ticker or Trading Symbol  
EVOLVING SYSTEMS INC  
[EVOL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/17/2006

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

C/O EVOLVING SYSTEMS, INC., 9777 PYRAMID COURT, SUITE 100

(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

ENGLEWOOD, CO 80112

(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. Code		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)	
			(Instr. 8)	(Instr. 8)	V	(A) or (D)				Amount
Common Stock	08/17/2006		P				\$ 1,800	1.02	80,400	D
Common Stock	08/17/2006		P				\$ 3,200	1.02	83,600	D
Common Stock	08/17/2006		P				\$ 200	1.02	83,800	D
Common Stock	08/17/2006		P				\$ 1,000	1.05	84,800	D
	08/17/2006		P						88,233	D

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Common Stock						\$ 1.06		
Common Stock	08/17/2006	P	2,167	D		\$ 1.08	90,400	D
Common Stock	08/17/2006	P	100	A		\$ 1.08	90,500	D
Common Stock	08/17/2006	P	500	A		\$ 1.08	91,000	D
Common Stock	08/17/2006	P	100	A		\$ 1.08	91,100	D
Common Stock	08/17/2006	P	100	A		\$ 1.08	91,200	D
Common Stock	08/17/2006	P	100	A		\$ 1.08	91,300	D
Common Stock	08/17/2006	P	100	A		\$ 1.08	91,400	D
Common Stock	08/17/2006	P	5,000	A		\$ 1.09	96,400	D
Common Stock	08/17/2006	P	500	A		\$ 1.09	96,900	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	97,000	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	97,100	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	97,200	D
Common Stock	08/17/2006	P	500	A		\$ 1.09	97,700	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	97,800	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	97,900	D
Common Stock	08/17/2006	P	100	A		\$ 1.09	98,000	D
Common Stock	08/17/2006	P	5,600	A		\$ 1.1	103,600	D
Common Stock	08/17/2006	P	1,460	A		\$ 1.08	105,060	D
Common Stock	08/17/2006	P	200	A		\$ 1.08	105,260	D
	08/17/2006	P	25	A			105,285	D

Common Stock \$ 1.09

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable      Expiration Date	Title	Amount or Number of Shares	
				Code V (A) (D)					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARTSIDE STEPHEN K JR C/O EVOLVING SYSTEMS, INC. 9777 PYRAMID COURT, SUITE 100 ENGLEWOOD, CO 80112	X		President & CEO	

## Signatures

Anita T. Moseley as Attorney in Fact for Stephen K. Gartside, Jr. 08/18/2006

\_\_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).

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.