

Fordyce Doni
Form 4
July 27, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fordyce Doni

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)
07/25/2011

____ Director ____X__ 10% Owner
____X__ Officer (give title below) ____ Other (specify below)
EVP, Corporate Communications

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)
____X__ 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.001 per share | 07/25/2011 | | D | | 132,792 (1) | D | \$ 12 (1) 0 (1) |
| Common Stock, par value \$0.001 per share | 07/25/2011 | | D | | 3,160 (1) | D | \$ 12 (1) 0 (1) (2) (2) |
| | | | | | | I (2) | By 401(k) Plan |

| | | | | | | | | |
|---|------------|---|-------------------------|---|---------------------|--------------|--------------|---|
| Common Stock, par value \$0.001 per share | 07/25/2011 | D | 7,619,047 <u>(1)</u> | D | \$ 12 <u>(1)</u> | 0 <u>(1)</u> | I <u>(1)</u> | By limited partnership of which Ms. Fordyce 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.

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.

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 Underlying Security (Instr. 3 and 4) | | |
|---|---|---|---|---|---|--|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Options (right to buy) | \$ 7.33 | 07/25/2011 | | D | 20,000 | <u>(3)</u> | 02/10/2019 <u>(3)</u> | Common Stock, par value \$0.001 per share | 20,000 |
| Employee Stock Options (right to buy) | \$ 7.23 | 07/25/2011 | | D | 100,000 | <u>(4)</u> | 09/08/2019 <u>(4)</u> | Common Stock, par value \$0.001 per share | 100,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Fordyce Doni C/O L-1 IDENTITY SOLUTIONS, INC. 177 BROAD STREET, 12TH FLOOR | | X | EVP, Corporate Communications | |

STAMFORD, CT 06901

Signatures

Doni L. Fordyce

07/27/2011

__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) On July 25, 2011, L-1 Identity Solutions, Inc., a Delaware corporation (the "Issuer"), was acquired (the "Merger") pursuant to that certain Agreement and Plan of Merger, dated as of September 19, 2010 (the "Merger Agreement"), by and among the Issuer, Safran SA, a french societe anonyme ("Parent"), and Laser Aquisition Sub Inc., a Delaware corporation and wholly owned subsidiary of Parent ("Merger Sub"). In connection with the Merger, all shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock"), held by the Reporting Person at the effective time of the Merger (the "Effective Time") were exchanged for merger consideration consisting of \$12.00 in cash per share of Common Stock, subject to applicable withholding amounts, as described in the Merger Agreement.

(2) Represents shares of Common Stock held in the Reporting Person's 401(k) Plan that were exchanged for merger consideration in the Merger.

(3) These options to purchase 20,000 shares of Common Stock, which were scheduled to vest in four equal annual installments beginning on the first anniversary of the date of grant (which was February 9, 2010), became fully vested and exercisable as of immediately prior to the Effective Time. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$4.67 (\$93,400 in the aggregate), representing the difference between the exercise price of the options (\$7.33 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

(4) These options to purchase 100,000 shares of Common Stock, which were scheduled to vest in four equal annual installments beginning on the first anniversary of the date of grant (which was September 8, 2010), became fully vested and exercisable as of immediately prior to the Effective Time. As of the Effective Time, each option was cancelled in the Merger in exchange for a cash payment of \$4.77 (\$477,000 in the aggregate), representing the difference between the exercise price of the options (\$7.23 per share) and the merger consideration (\$12.00 per share), subject to applicable tax withholding amounts. Any other stock options held by the Reporting Person were cancelled as of the Effective Time for no value.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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