**BASKIN OTIS W** Form 4 October 25, 2010

### FORM 4

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

**OMB APPROVAL OMB** 

Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

1(b).

(Instr. 3)

Common

Stock

10/21/2010

(Print or Type Responses)

1. Name and Address of Reporting Person * BASKIN OTIS W			2. Issuer Name <b>and</b> Ticker or Trading Symbol Emrise CORP [ERI]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ansaction	(Che	ck an applicable)		
C/O EMRIS CORPORA' PARKWAY	TION, 2530 N	MERIDIAN	(Month/D 10/21/20	•		_X_ Director Officer (giv below)	e title 10% Owner Other (specify below)		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person			
DURHAM, NC 27713						Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative Securities Acq	quired, Disposed o	of, or Beneficially Owned		
1.Title of Security	2. Transaction (Month/Day/Y			3. Transacti	4. Securities Acquired on(A) or Disposed of	5. Amount of Securities	6. Ownership 7. Nature of Form: Direct Indirect	f	

Code

(Instr. 8)

Code V

A

(D)

Amount

15.120

(1)

(Instr. 3, 4 and 5)

(A)

or

(D)

A

Price

\$0

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Beneficially

Following

Reported

19,787

Transaction(s)

(Instr. 3 and 4)

Owned

(D) or

Indirect (I)

(Instr. 4)

D

Beneficial

Ownership

(Instr. 4)

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

#### Edgar Filing: BASKIN OTIS W - Form 4

	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Other		
BASKIN OTIS W C/O EMRISE CORPORATION 2530 MERIDIAN PARKWAY DURHAM, NC 27713	X					

## **Signatures**

/s/ Brandi L. Festa, Attorney-in-fact

\*\*Signature of Reporting Person

## **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).

Date

(1) Such shares were issued under EMRISE Corporation's 2007 Stock Incentive Plan as board compensation and will vest six (6) months from the date of grant.

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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