

VASCO DATA SECURITY INTERNATIONAL INC
 Form 4
 December 06, 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 *
HUNT T KENDALL

2. Issuer Name and Ticker or Trading Symbol
VASCO DATA SECURITY INTERNATIONAL INC [VDSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/05/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Executive Officer

1901 SOUTH MEYERS ROAD, SUITE 210

(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

OAKBROOK TERRACE, IL 60181

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, \$0.001 par value	12/05/2011		S		1,856	D	\$ 7.95
							7,950,129
Common Stock, \$0.001 par value	12/05/2011		S		1,272	D	\$ 8.01
							7,948,857
Common Stock, \$0.001 par	12/05/2011		S		1,200	D	\$ 7.9585
							7,947,657

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value							
Common Stock, \$0.001 par value	12/05/2011	S	759	D	\$ 8.02	7,946,898	D
Common Stock, \$0.001 par value	12/05/2011	S	677	D	\$ 8.04	7,946,221	D
Common Stock, \$0.001 par value	12/05/2011	S	622	D	\$ 8.05	7,945,599	D
Common Stock, \$0.001 par value	12/05/2011	S	600	D	\$ 8	7,944,999	D
Common Stock, \$0.001 par value	12/05/2011	S	500	D	\$ 7.98	7,944,499	D
Common Stock, \$0.001 par value	12/05/2011	S	400	D	\$ 8.0225	7,944,099	D
Common Stock, \$0.001 par value	12/05/2011	S	400	D	\$ 7.9575	7,943,699	D
Common Stock, \$0.001 par value	12/05/2011	S	400	D	\$ 8.0075	7,943,299	D
Common Stock, \$0.001 par value	12/05/2011	S	344	D	\$ 7.96	7,942,955	D
Common Stock, \$0.001 par value	12/05/2011	S	307	D	\$ 8.0085	7,942,648	D
Common Stock, \$0.001 par value	12/05/2011	S	100	D	\$ 8.0123	7,942,548	D

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Common Stock, \$0.001 par value	12/05/2011	S	100	D	\$ 7.9914	7,942,448	D
Common Stock, \$0.001 par value	12/05/2011	S	100	D	\$ 7.965	7,942,348	D
Common Stock, \$0.001 par value	12/05/2011	S	100	D	\$ 8.06	7,942,248	D
Common Stock, \$0.001 par value	12/05/2011	S	93	D	\$ 7.99	7,942,155	D
Common Stock, \$0.001 par value	12/05/2011	S	92	D	\$ 8.03	7,942,063	D
Common Stock, \$0.001 par value	12/05/2011	S	77	D	\$ 8.0188	7,941,986	D
Common Stock, \$0.001 par value	12/05/2011	S	1	D	\$ 8.07	7,941,985	D

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

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(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 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)
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						Amount or Number of Shares
		Date Exercisable	Expiration Date	Title		
Code	V	(A)	(D)			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUNT T KENDALL 1901 SOUTH MEYERS ROAD SUITE 210 OAKBROOK TERRACE, IL 60181	X	X	Chief Executive Officer	

Signatures

By: /s/ Clifford K. Bown,
Attorney-in-Fact

12/06/2011

__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).

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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