Whitmore David Form 4 January 03, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

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

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

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stock

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Whitmore David (Last) (First) (Middle)			suer Name an ool			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			mation Serv	ices Group	Inc. [III]				
			e of Earliest T	ransaction					
		•	h/Day/Year)			Director		Owner	
TWO STAN	MFORD PLAZA,	, 281 01/0	1/2012			_X_ Officer (gives	ve title Other	er (specify	
TRESSER 1	BOULEVARD					Vice Chairman, PresISG Amer.			
(Street)			mendment, D	ate Original		6. Individual or Joint/Group Filing(Check			
		Filed(Month/Day/Yea	r)		Applicable Line)			
						X Form filed by			
STAMFOR	D, CT 06901					Person	More than One Re	porung	
(City)	(State)	(Zip)	able I - Non-	Derivative So	ecurities Acq	quired, Disposed o	of, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securitie	s Acquired	5. Amount of	7. Nature of		
Security	(Month/Day/Year)	Execution Date,		on(A) or Disp	` ′	Securities		Indirect	
(Instr. 3) any			Code (Instr. 3, 4 and 5)			Beneficially	Beneficial		
		(Month/Day/Yea	r) (Instr. 8)			Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						Reported	(111341. 4)	(111301. 4)	
					(A)	Transaction(s)			
			Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Shares of			0000 1	rimount	. ,				
common	01/01/2012	01/01/2012	A(1)	100,000	$A \qquad \begin{array}{c} \$ \ 0 \\ \underline{(2)} \end{array}$	411,295	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.

SEC 1474

(9-02)

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Α.			
									mount		
						Date	Expiration	or			
						Exercisable	Date		umber		
								of			
				Code V	(A) (D)			Sł	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Whitmore David TWO STAMFORD PLAZA 281 TRESSER BOULEVARD STAMFORD, CT 06901

Vice Chairman, Pres.-ISG Amer.

Signatures

David E. Berger 01/03/2012

**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) Grant of restricted stock units which vest in 4 equal installments on each of the first, second, third and fourth anniversaries of January 1, 2012 (or earlier in the event of a change of control of ISG or such officer's death or disability).
- (2) Represents a grant of restricted stock units which will not vest until each of the first, second, third and fourth anniversaries of January 1, 2012 (or earlier in the event of a change of control of ISG or such officer's death or disability).

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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