#### MCGRAW DAVID T

Form 4

January 18, 2012

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCGRAW DAVID T			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			COMMUNICATIONS SYSTEMS INC [JCS]			(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ransaction	Director	10%		
10900 RED CIRCLE DR. (Street)			(Month/Day/Year)			_X_ Officer (give below)	below)	ier (specify	
			01/18/2012			,			
			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			
MINNETO	343				Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Non-D	Derivative Securities Acq	uired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction	Date 2A. Dee	med	3.	4. Securities Acquired	5. Amount of	6.	7. Nature	
Security	(Month/Day/Yo	ear) Execution	on Date, if	Transactio	on(A) or Disposed of (D)	Securities	Ownership	Indirect	

e of Month/Day/ i ear) (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial anv Owned (Month/Day/Year) (Instr. 8) (D) or Ownership Indirect (I) Following (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Amount (D) Price Common 01/18/2012 316 4,656 D Stock 12.65

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

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.

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

### Edgar Filing: MCGRAW DAVID T - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	nd 8	. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount of	of D	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyii	ng S	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	s (I	Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 a	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								۸			
									nount		
						Date	Expiration	or or			
						Exercisable	Date		ımber		
				G 1 17	(A) (D)			of			
				Code V	(A) (D)			Sh	ares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
r g	Director	10% Owner	Officer	Other		
MCGRAW DAVID T						
10900 RED CIRCLE DR.			CFO			
MINNETONKA, MN 55343						

# **Signatures**

/s/ David T.
McGraw

\*\*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).

### **Remarks:**

Stock issued pursuant to Communcations Systems, Inc. Employee Stock Purchase Plan - closing price on 12-31-2011 was \$14

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.

Reporting Owners 2