

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104  
Estimated average burden  
hours per response: 0.5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>STERN THEODORE</u>  (Last) (First) (Middle) <u>ONE PPG PLACE</u> <u>SUITE 2970</u>  (Street) <u>PITTSBURGH PA</u> <u>15222</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/28/2017</u>	3. Issuer Name and Ticker or Trading Symbol <u>Ipsidy Inc. [ IDGS ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock, \$0.0001 par value per share</u>	<u>13,495,890</u>	<u>D</u>	
<u>Common Stock, \$0.0001 par value per share</u>	<u>4,500,000</u>	<u>I</u>	<u>Held by Theodore Stern Revocable Trust, which Mr. Stern serves as trustee</u>

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Common Stock Purchase Warrant</u>	<u>04/19/2016</u>	<u>04/19/2021</u>	<u>Common Stock</u>	<u>1,000,000</u>	<u>0.1</u>	<u>D</u>	
<u>Interest Shares</u>	<u>01/31/2017</u>	<u>01/31/2019</u>	<u>Common Stock</u>	<u>1,400,000</u>	<u>0.2</u>	<u>I</u>	<u>See Footnote<sup>(1)</sup></u>

## Explanation of Responses:

1. 1,400,000 shares of common stock that may be issued upon the conversion of interest accrued at \$0.20 per share as of September 30, 2017 under that certain Unsecured Promissory Note due January 31, 2019 in the principal amount of \$3,000,000 issued to the Theodore Stern Revocable Trust.

/s/ Theodore Stern10/03/2017

\*\* Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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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