

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>STERN THEODORE</u> (Last) (First) (Middle) 220 N. BELLEFIELD AVE., UNIT 1101 (Street) PITTSBURGH, PA 15213 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ipsidy Inc. [IDTY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/19/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	(A) or (D)	Price			
Common Stock, \$0.0001 par value per share							5,885,445	D		
Common Stock, \$0.0001 par value per share	04/19/2021		G		8,166,667	D	\$0	0	I	See Footnote ⁽¹⁾⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Common Stock Purchase Warrant	\$0.15							06/30/2020	06/30/2022	Common Stock, \$0.0001 par value per share	250,000	250,000	D	
Amended and Restated Promissory Notes	\$0.2							02/14/2020	02/28/2022	Common Stock, \$0.0001 par value per share	15,000,000	15,000,000	I	See footnote ⁽¹⁾
15% Convertible Note	\$0.2							02/14/2020	02/28/2022	Common Stock, \$0.0001 par value per share	375,000	375,000	D	
Interest Shares	\$0.2							01/31/2017	(3)	Common Stock, \$0.0001 par value per share	3,310,000	3,310,000	I	See Footnote ⁽¹⁾

Explanation of Responses:

- Shares of common stock are held by the Theodore Stern Revocable Trust (the "Trust").
- On April 19, 2021, the Trust gifted 8,166,667 shares of common stock to Andrew A. Stern and Jonathan M. Stern, Mr. Stern's adult children, in their capacity as the Trustees of the 2000 Irrevocable Trust for Family of Theodore and Elizabeth S. Stern (the "2000 Trust"). The shares held by the 2000 Trust are subject to a lock up period for a period of one year from the date of the gift. Mr. Stern has no beneficial interest in the 2000 Trust.
- Represents 3,310,000 shares of common stock that may be issued upon the conversion of interest accrued at \$0.20 per share under issued under that certain Unsecured Promissory Note in the principal amount as of the date hereof \$2,000,000 issued to the Trust.

/s/ Theodore Stern 04/21/2021
 ** 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 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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