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Martin David Form 4											
March 04, 2009 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287		
Check this box if no longer subject to Section 16. SECURITIES Expires: Estimated burden h							Estimated a burden hou response	rs per			
(Print or Type R	-	ъ *						5 D L (1 1)			
Martin David A Symbo				FORM 1	I Ticker or 7		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)(First)(Middle)3. Date of (Month/DC/O INSITUFORM03/02/20TECHNOLOGIES, INC., 17988EDISON AVENUE				-				Director 10% Owner X Officer (give title Other (specify below) VP & Chief Financial Officer			
				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
CHESTERF	IELD, MO 63	005						Person		porting	
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative S	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction 1 (Month/Day/Ye	ear) Executio any		3. Transacti Code (Instr. 8) Code V	on(A) or Dia (D) (Instr. 3, 4	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock (1)	03/02/2009			Α	26,923	А	\$0	61,537	D		

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

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 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 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) (2)	\$ 12.84	03/02/2009		A	49,153	<u>(3)</u>	03/02/2016	Common Stock	49,153
Reporting Owners									

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Martin David A C/O INSITUFORM TECHNOLOGIES, INC. 17988 EDISON AVENUE CHESTERFIELD, MO 63005			VP & Chief Financial Officer				
Signatures							
/s/ Elizabeth A. Kovaly, as attorney-in-fact for Martin	David A.		03/04/2009				

**Signature of Reporting Person

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).

Date

(1) Annual award of restricted stock pursuant to the Insituform Technologies, Inc. 2006 Employee Equity Incentive Plan.

(2) Annual grant pursuant to the Insituform Technologies, Inc. 2006 Employee Equity Incentive Plan.

(3) The option is exercisable in three equal annual installments beginning on March 2, 2010.

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.