SABRA DOUGLAS

Form 4

December 15, 2009

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

SABRA DOUGLAS

Symbol FORWARD INDUSTRIES INC

[FORD]

(Check all applicable)

(First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify

1801 GREEN ROAD, SUITE E

12/11/2009

below) below) President and CEO

(Street)

(Month/Day/Year)

(Zip)

Applicable Line)

4. If Amendment, Date Original Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

POMPANO BEACH, FL 33064

(State)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Forward **Industries**

Common

Stock (1)

12/11/2009

10,000 $A^{(1)}$ 2.02 (1) (2)

75,000 (3)

D

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.

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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 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Forward Industries Common Stock Option	\$ 2.02 (2)	12/11/2009		A	10,000	12/10/2010(4)	12/10/2019	Forward Industries Common Stock	10,0

Reporting Owners

POMPANO BEACH, FL 33064

Reporting Owner Name / Address	Relationsnips						
	Director	10% Owner	Officer	Other			
SABRA DOUGLAS							
1801 GREEN ROAD SUITE E	X		President and CEO				

Signatures

James McKenna by Power of Attorney 12/15/2009

**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).
- These shares are restricted shares granted under the Forward Industries Inc. Equity Incentive Plan and vest as follows: 3,334 on December 10, 2010 3,333 on December 10, 2011 3,333 on December 10, 2012
- (2) Price is based on the closing market price on December 11, 2009.
- (3) Includes 28,333 of unvested restricted shares previously granted under the Forward Industries Inc. Equity Incentive Plan
- (4) 3,334 stock options vest on December 10, 2010 3,333 stock options vest on December 10, 2011 3,333 stock options vest on December 10, 2012

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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