

SHAW JEROME
Form 5
December 12, 2012

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
SHAW JEROME

2. Issuer Name and Ticker or Trading Symbol
VOLT INFORMATION SCIENCES, INC. [VISI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
10/28/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive V.P. and Secretary

C/O VOLT INFORMATION SCIENCES, INC., 2401 NORTH GLASSELL STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ORANGE, CA 92865

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock, \$0.10 par value	03/05/2012		G	300,000 D \$ 0	1,616,194 (1)	D	
Common Stock, \$0.10 par					239,659 (2)	I	By GRATs (2)

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value

Common Stock, \$0.10 par value Â Â Â Â Â Â 2,578 ⁽³⁾ I By ESOP ⁽³⁾

Common Stock, \$0.10 par value Â Â Â Â Â Â 24,721 I By 401(k) Plan ⁽⁴⁾

Common Stock, \$0.10 par value Â Â Â Â Â Â 354,375 I As Co-Trustee ^{(5) (6)}

Common Stock, \$0.10 par value Â Â Â Â Â Â 9,825 I By Spouse ⁽⁶⁾

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)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 6.39	Â	Â	Â	Â Â Â ⁽⁷⁾	04/06/2019	Common Stock \$0.10 par value	8,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SHAW JEROME
C/O VOLT INFORMATION SCIENCES, INC.
2401 NORTH GLASSELL STREET
ORANGE, CA 92865

Â Â Â Executive V.P. and Secretary Â

Signatures

/s/ Jerome Shaw 12/12/2012

**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).

(1) Column 5 of Table 1 gives effect to all transactions, including Employee Stock Ownership Plan ("ESOP") distributions, 401(k) Plan contributions and distributions and contributions to, and all annuity distributions from, Grantor Retained Annuity Trusts ("GRATs") created by the reporting person through the end of the Issuer's fiscal year rather than the date set forth in Column 2. Amounts in Column 5 reflect holdings at the end of the Issuer's fiscal year rather than the date set forth in Column 2. Certain of the transactions may not be reportable and, therefore, amounts shown in Column 5 may not foot to the amount previously reported as owned.

(2) Held by GRATs created by the reporting person and of which the reporting person is the sole trustee and sole annuitant. Contributions to the GRATs by, and annuity distributions to, the reporting person are exempt from reporting pursuant to Rule 16a-13. The shares owned at the end of the fiscal year given effect to all contributions made to, and all annuity distributions received from, the GRATs since last reported.

(3) Held in the reporting person's ESOP account in the Company Savings Plan as of October 28, 2012. Gives effect to ESOP distributions since last reported which are exempt from reporting pursuant to Rule 16a-13.

(4) Held in the reporting person's Stock Fund under the reporting person's 401(k) Plan account in the Company Savings Plan as of October 28, 2012. Gives effect to 401(k) Plan contributions and distributions which are exempt from reporting pursuant to Rules 16a-3(f)(1)(i)(b) and 16a-13, respectively, since last reported.

(5) Held by the reporting person and his spouse as co-trustees of a trust for the benefit of the daughter of the reporting person.

(6) The filing of this statement shall not be construed as an admission that the reporting person is, for the purpose of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of these securities.

(7) The option is exercisable in 20% annual installments, on a cumulative basis, commencing April 7, 2010, one year after the date of grant of the option.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.