

FAIRBAIRN KEVIN
Form 4
July 25, 2011

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FAIRBAIRN KEVIN

2. Issuer Name and Ticker or Trading Symbol
INTEVAC INC [IVAC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3560 BASSETT STREET

3. Date of Earliest Transaction (Month/Day/Year)
07/21/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

(Street)
SANTA CLARA, CA 95054

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/21/2011		M	4,237 A \$ 2.63	45,624	D	
Common Stock	07/21/2011		S	4,237 (1) D \$ 9.94	41,387	D	
Common Stock	07/22/2011		M	916 A \$ 2.63	42,303	D	
Common Stock	07/22/2011		S	916 (1) D \$ 9.9433 (2)	41,387	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)

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)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 2.63	07/21/2011		M	4,237	01/24/2003 ⁽³⁾ 01/24/2012	Common Stock	4,237
Incentive Stock Option (right to buy)	\$ 2.63	07/22/2011		M	916	01/24/2003 ⁽³⁾ 01/24/2012	Common Stock	916

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAIRBAIRN KEVIN 3560 BASSETT STREET SANTA CLARA, CA 95054	X		President & CEO	

Signatures

By: Jeffrey Andreson as Attorney-in-Fact for Kevin P. Fairbairn

07/25/2011

__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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2011.

(2) These trades occurred within the price range of \$9.94 through \$9.98. The reported price is the weighted average for trades within this range. The Reporting Person will provide information regarding the number of shares sold at each price upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

(3) 20% of the option shares vested upon the optionee's completion of one year of service measured from the grant date. The balance of the option shares vested in equal monthly installments over the balance of the four year period thereafter.

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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