

MATTHIESSEN ROBERT E  
Form 4  
January 30, 2018

**FORM 4**

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

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

**OMB APPROVAL**

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MATTHIESSEN ROBERT E

(Last) (First) (Middle)

C/O INTEST CORP, 804 EAST  
GATE DRIVE, SUITE 200

(Street)

MT. LAUREL, NJ 08054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

INTEST CORP [INTT]

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

12/31/2017

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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)
Common Stock	12/31/2017		D	(A) or (D) Code V Amount Price 18,700 (1)	D \$ 0 86,481	D	
Common Stock					61,618	I (2)	By Spouse

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

# Edgar Filing: MATTHIESSEN ROBERT E - Form 4

**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. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 4.37	12/31/2017		D	5,400 (3)	(3)	(3)	Common Stock
Employee Stock Option (right to buy)	\$ 6.35	12/31/2017		D	34,000 (5)	(5)	(5)	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MATTHIESSEN ROBERT E C/O INTEST CORP 804 EAST GATE DRIVE, SUITE 200 MT. LAUREL, NJ 08054	X

## Signatures

/s/ Hugh T. Regan, Jr., Attorney-in-Fact for Robert E. Matthiessen

01/30/2018

\_\_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).

- The shares disposed are unvested restricted shares forfeited as a result of the reporting person's retirement as President and CEO on 12/31/17. Of the total shares forfeited, 7,200 shares (75%) are from the 1/22/16 restricted stock award grant and 11,500 (100%) are from the 3/15/17 restricted stock award granted to the reporting person.
- (1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) The options disposed are unvested employee stock options forfeited as a result of the report person's retirement on 12/31/17.
- (3)

## Edgar Filing: MATTHIESSEN ROBERT E - Form 4

- (4) The option is 25% vested and exercisable, but will expire on 12/31/18, the one year anniversary of the reporting person's retirement.
- (5) The options disposed are unvested employee stock options forfeited as a result of the reporting person's retirement on 12/31/17. The option was completely unvested and therefore was 100% forfeited as of 12/31/17.

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.