

INTEVAC INC  
Form 8-K  
November 19, 2008

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934  
November 13, 2008  
Date of Report (date of earliest event reported)  
INTEVAC, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**0-26946**  
(Commission File Number)

**94-3125814**  
(IRS Employer  
Identification Number)

**3560 Bassett Street  
Santa Clara, CA 95054**

(Address of principal executive offices)

**(408) 986-9888**

(Registrant's telephone number, including area code)

**N/A**

(Former name or former address if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

*Amended and Restated Bylaws*

On November 13, 2008, the Board of Directors of Intevac, Inc. (the Company ) amended and restated the Company s bylaws to revise and update the advance notice requirements for stockholders to nominate directors for election to the board or bring other business before the stockholders, including clarification of what constitutes proper written form for timely proposals and that postponements of a meeting do not commence a new notice period. The amended and restated bylaws are attached hereto as Exhibit 3.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
3.1	Amended and Restated Bylaws

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTEVAC, INC.

Date: November 19, 2008

By: /s/ Jeffrey Andreson  
Jeffrey Andreson  
Vice President, Finance and  
Administration,  
Chief Financial Officer, Treasurer and  
Secretary

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**EXHIBIT INDEX**

**Exhibit**

**No**

**Description**

3.1 Amended and Restated Bylaws