

INTEVAC INC
Form 4
December 30, 2015

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 *
21 APRIL FUND LTD

(Last) (First) (Middle)

1345 AVENUE OF THE AMERICAS

(Street)

NEW YORK, NY 10105

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/28/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock ⁽¹⁾ | 12/28/2015 | | P | 266,179 A \$ 4.73 | 2,599,340 | D ⁽²⁾ | |
| Common Stock | 12/28/2015 | | P | 90,621 A \$ 4.73 | 2,384,041 | I | See Footnote ⁽³⁾ |

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

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SEC 1474 (9-02)

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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. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| 21 APRIL FUND LTD 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | | X | | |
| First Eagle Investment Management, LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | | X | | |
| Arnhold & S. Bleichroeder Holdings, Inc. 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105 | | X | | |

Signatures

/s/ Michael M. Kellen, Portfolio Manager of 21 April Fund, Ltd. 12/30/2015

__Signature of Reporting Person Date

/s/ Michael M. Kellen, Vice Chairman and Director of FEIM 12/30/2015

__Signature of Reporting Person Date

/s/ Michael M. Kellen, Co-President of ASBH 12/30/2015

__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) This Form 4 is filed by 21 April Fund, Ltd. ("21 April"), First Eagle Investment Management, LLC ("FEIM") and Arnhold and S. Bleichroeder Holdings, Inc. ("ASBH" and, collectively with 21 April and FEIM, the "Entities"). The Entities disclaim status as a "group"

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for purposes of this Form 4.

- (2) These shares are held directly by 21 April. FEIM serves as registered investment adviser to 21 April and is a subsidiary of ASBH. FEIM and ASBH disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that FEIM and ASBH are the beneficial owners of the securities for purposes of Section 16 or for any other purpose.

- (3) These shares are indirectly beneficially owned by FEIM, as registered investment adviser to accounts other than 21 April, and ASBH. FEIM and ASBH disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that FEIM and ASBH are the beneficial owners of the securities for purposes of Section 16 or for any other purpose. The share total for FEIM reflects a reduction of 50,000 shares from the previous filing because FEIM no longer has a pecuniary interest in such shares, having ended its provision of investment advisory services to the relevant account.

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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