

Gonsior Dennis
Form 4
July 23, 2018

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 *
Gonsior Dennis

(Last) (First) (Middle)
1260 RED FOX ROAD
(Street)

ARDEN HILLS, MN 55112

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTRICON CORP [IIN]

3. Date of Earliest Transaction (Month/Day/Year)
07/19/2018

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)

VP, Operations

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/19/2018		M		10,000 (1) A \$ 4.69	57,022 (2)	D
Common Stock	07/19/2018		F		970 (1) D \$ 48.4	56,052 (2)	D
Common Stock	07/19/2018		M		15,000 (4) A \$ 4.05	71,052	D
Common Stock	07/19/2018		F		1,256 (4) D \$ 48.4	69,796	D
Common Stock	07/19/2018		M		7,500 (5) A \$ 3.85	77,296	D

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Common Stock 07/19/2018 F 597 ⁽⁵⁾ D \$ 48.4 76,699 D

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

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(9-02)

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
Option to Purchase - Common Stock	\$ 4.69	07/19/2018		M	10,000	⁽³⁾ 12/09/2018	Common Stock	10,000
Option to Purchase - Common Stock	\$ 4.05	07/19/2018		M	15,000	⁽³⁾ 01/05/2023	Common Stock	15,000
Option to Purchase - Common Stock	\$ 3.85	07/19/2018		M	7,500	⁽³⁾ 01/02/2024	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gonsior Dennis 1260 RED FOX ROAD ARDEN HILLS, MN 55112			VP, Operations	

Signatures

/s/ Scott Longval,
attorney-in-fact

07/23/2018

__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).
- (1) "Cashless Exercise" Resulting in Net Acquisition of 9,033 Share.
- (2) Includes a total of 240 shares acquired under the IntriCon Employee Stock Purchase Plan ("ESPP") and not previously disclosed.
- (3) This option is Fully Vested and May BE Exercised Immediately
- (4) "Cashless Exercise" Resulting In Net Acquisition of 13,744 Shares
- (5) "Cashless Exercise" Resulting in Net Acquisition of 6,903 Shares

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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