

# **INTEVAC INC**

Reported by  
**PIETRAS JOSEPH**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 11/05/10 for the Period Ending 11/04/10

|             |   |
|-------------|---|
| Address     | 3560 BASSETT STREET<br>SANTA CLARA, CA, 95054               |
| Telephone   | 4089869888  |
| CIK         | 0001001902  |
| Symbol      | IVAC  |
| SIC Code    | 3559 - Special Industry Machinery, Not Elsewhere Classified |
| Industry    | Industrial Machinery & Equipment                            |
| Sector      | Industrials   |
| Fiscal Year | 12/31   |

# FORM 4

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

OMB APPROVAL  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|   |   |  |
|---|---|--|
| <b>1. Name and Address of Reporting Person -*</b><br><br><b>Pietras Joseph</b><br><br>(Last) (First) (Middle)<br><br><b>3560 BASSETT STREET</b><br><br>(Street)<br><br><b>SANTA CLARA, CA 95054</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>INTEVAC INC [ IVAC ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Vice President &amp; General Mgr</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><b>11/4/2010</b>   |   | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  |   |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|---------|---|--|---|
|                                 |                |                                   | Code                      | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 11/4/2010      |                                   | M                         |   | 6250  | A          | \$3.91  | 8380  | D  |   |
| Common Stock                    | 11/4/2010      |                                   | S                         |   | 1694  | D          | \$12.46 | 6686  | D  |   |
| Common Stock                    | 11/4/2010      |                                   | S                         |   | 95  | D          | \$12.48 | 6591  | D  |   |
| Common Stock                    | 11/4/2010      |                                   | S                         |   | 3359  | D          | \$12.49 | 3232  | D  |   |
| Common Stock                    | 11/4/2010      |                                   | S                         |   | 2432  | D          | \$12.51 | 800   | D  |   |
| Common Stock                    | 11/4/2010      |                                   | S                         |   | 800   | D          | \$12.64 | 0   | D  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3)  | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
|   |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Non-Qualified Stock Option (right to buy) | \$3.91   | 11/4/2010      |                                   | M                         |   | 6250   |     | 2/27/2010<br><a href="#">(U)</a>        | 2/27/2019       | Common Stock  | 6250                       | \$3.91                                     | 18750  | D  |  |

**Explanation of Responses:**

- (1) The option will vest and become exercisable in four successive equal installments upon the optionee's completion of each year of service over the four-year period measured from the grant date.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |   |       |
|---|---------------|-----------|---|-------|
|   | Director      | 10% Owner | Officer                                 | Other |
| <b>Pietras Joseph</b><br><b>3560 BASSETT STREET</b><br><b>SANTA CLARA, CA 95054</b> |               |           | <b>Vice President &amp; General Mgr</b> |       |

**Signatures**

By: **Kevin Soulsby For: Joseph Pietras**

**11/5/2010**

\*\*Signature of Reporting Person

Date

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

\* 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).

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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