

INTEVAC INC Reported by LAMBETH DAVID N

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/03/04 for the Period Ending 05/17/04

Address 3560 BASSETT STREET

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



[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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

| 1. Name and Address of Reporting Person * | | | | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---|-------------------|--|------------------------|---|--|----------|--|------------|--------------------|----------------|---|---|---|---|--|
| LAMBETH | DAVID 1 | N | | IN | NTE | VAC I | NC [] | (VA | C J | | | | | | | |
| (Last) (First) (Middle) | | | | 3. | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | X _ Director | | | | |
| | | | | | | | | | | | Officer (giv | Officer (give title below) Other (specify below) | | | | |
| 118 BUCKINGHAM ROAD | | | | | 5/17/2004 | | | | | | | | | | | |
| (Street) | | | | 4. | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | DD/YYYY | 6. Individual o | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| PITTSBURG | | | ` | | | | | | | | | _ X _ Form filed by | | rting Person One Reporting P | erson | |
| (C | ity) (Sta | te) (Zip | 0) | | | | | | | | | | | | | |
| | | ı | Table I - | - Non-De | rivat | ive Secu | rities A | cquir | ed, D | isposed (| of, or B | eneficially Own | ed | | | |
| 1.Title of Security (Instr. 3) 2. Trans. I | | | Trans. Date | Execution Date, if any | | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (or Disposed of (D) (Instr. 3, 4 and 5) | |)) | | Amount of Securities Beneficially Owned ollowing Reported Transaction(s) nstr. 3 and 4) | | 6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership | | |
| | | | | | | | Code | v | Amo | (A) o unt (D) | r Price | | | | | (Instr. 4) |
| | Tab | le II - Deri | vative Se | ecurities | Bene | ficially (| Owned | (e.g. | , puts | s, calls, w | arrants | s, options, conve | rtible sec | urities) | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deeme Execution Date, if any | | | 5. Number of Derivative Securi Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | urities Expiration (i) | | | Securities | Underlying e Security | Derivative Security | 9. Number of derivative Securities Beneficially Owned | Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | (A) | (D) | Date Exerc | cisable | Expiration Date | Title | Amount or Number of Shares | | Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |
| Non-Qualified Stock Option (right to buy) | \$9.62 | 5/17/2004 | | A | | 10000 | | 5/17/ | 2004 1) | 5/17/2014 | Commo Stock | on 10000 | \$9.62 | 10000 | D | |

Explanation of Responses:

(1) The option is immediately exercisable and fully vested upon the date of grant.

Reporting Owners

| Danaring Oxyman Nama / Address | Relationships | | | | | | |
|--------------------------------|----------------------|--|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director 10% Owner O | | Officer | Other | | | |
| LAMBETH DAVID N | | | | | | | |
| 118 BUCKINGHAM ROAD | X | | | | | | |
| PITTSBURGH, PA 15215 | | | | | | | |

Signatures

| Lambeth, David | 9/3/2004 | | |
|----------------------------------|----------|--|--|
| ** 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.

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.