

# Reported by EDDY CHARLES B

### FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 11/12/03 for the Period Ending 11/12/03

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 *					2. I	2. Issuer Name <b>and</b> Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer				
EDDY CHARLES B					IN	INTEVAC INC [ IVAC ]								(Check all applicable)				
					3. Date of Earliest Transaction (MM/DD/YYYY)								Director 10% Owner X Officer (give title below) Other (specify below)					
3560 BASSETT STREET						11/12/2003								VP Finance and Administration,				
(Street)				4. I	4. If Amendment, Date Original Filed (MM/DD/YYYY)								6. Individual or Joint/Group Filing (Check Applicable Line)					
SANTA CLARA, CA 95054														X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)					L								Tollin filed by More than One Reporting Letson					
		T	able I -	- Non	-Deri	ivati	ve Sec	urities Ac	quir	red, Di	sposed	of, or Be	enefi	icially Owne	ed			
1.Title of Security (Instr. 3)			2. 5	Γrans. Date		2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		4. Securities Acq or Disposed of (I (Instr. 3, 4 and 5)			Follo	Form: Direct (D)			Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	V	Amoun	(A) or (D)	Price					(I) (Instr. 4)	
Common Stock			11	11/10/2003				M		10000	A	\$6		16765		D		
Common Stock 11/1				1/10/20	03			C		5714	A	<b>\$</b> 7		22479		D		
Common Stock 11/11				1/11/20				M		10000	A	\$6		32479		D		
Common Stock 11/				1/11/20				S		10000	D	\$16.928		22479		D		
Common Stock 11/12/20				03	3		S		10000	D	\$17.181		12479		D			
Common Stock													84141			I	by Trust	
	Table	e II - Deriva	ative S	ecuri	ties B	Benef	ïcially	Owned (	e.g.	, puts	calls, v	varrants	, op	tions, conve	rtible sec	urities)		
Security Conversion Date Exe			3A. Dee Execution Date, if				5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Date Exer piration I	Deriva		tle and Amount of rities Underlying vative Security r. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exe	e rcisable	Expiration Date	Title	1	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Convertible Subordinated Notes II	\$7	11/10/2003			С			\$40000	10/1	10/2002	3/1/2009	Commo Stock		\$5714	<u>(2)</u>	\$0	D	
Incentive Stock Option (right to buy)	\$6	11/10/2003			M			10000		<u>(4)</u>	8/7/2005	Commo Stock		10000	\$6	43333	D	
Incentive Stock Option (right to buy)	\$6	11/11/2003			M			10000		<u>(4)</u>	8/7/2005	Commo Stock		10000	\$6	33333	D	

#### **Explanation of Responses:**

- (1) Includes 84,141 shares held by the Eddy Family Trust DTD 02/09/00.
- (2) The Convertible Notes due 2009 were automatically converted to common stock on November 10, 2003 at a conversion price of \$7.00 per share.
- (3) The holder of the Convertible Note has the right, exercisable at any time after 90 days following the date of original issuance of any Convertible Notes and prior to maturity, to convert the principal amount thereof into shares of Common Stock at the conversion price.
- (4) The option is immediately exercisable, but any shares purchased under the option are subject to repurchase by the issuer at the option exercise price, upon the reporting person's termination of employment prior to vesting in the shares. The option shares vest in five successive equal installments upon the optionee's completion of each year of service over the five-year period measured from the grant date.

#### **Reporting Owners**

Donostino Overson Names / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
EDDY CHARLES B								
3560 BASSETT STREET			VP Finance and Administration,					
SANTA CLARA, CA 95054								

#### **Signatures**

Eddy, Charles B.	11/12/200
**	-

\*\*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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