

KENNARD LYDIA H
 Form 4
 May 28, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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, 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 *
 KENNARD LYDIA H

(Last) (First) (Middle)

C/O INTERMEC, INC., 6001 36TH AVENUE WEST

(Street)

EVERETT, WA 98203-1264

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Intermecc, Inc. [IN]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/26/2010

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)

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount		
				Code	V		
					Price		

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

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SEC 1474 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 10.92	05/26/2010		A		4,040		05/26/2010 ⁽¹⁾	05/26/2017	Common Stock	4
Restricted Deferred Stock Units	⁽²⁾	05/26/2010		A		7,326		08/08/1988 ⁽³⁾	08/08/1988	Common Stock	7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KENNARD LYDIA H C/O INTERMEC, INC. 6001 36TH AVENUE WEST EVERETT, WA 98203-1264	X			

Signatures

By: Mary Brodd For: Lydia H Kennard
Date: 05/28/2010

**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) Exercisable of 1,010 shares on 5/26/2010, 1,010 shares on 6/28/2010, 1,010 shares on 9/27/2010 and 1,010 shares on 01/01/2011.
- (2) Each restricted deferred stock unit represents a contingent right to receive one share of Intermec common stock.
- (3) The restricted deferred stock units fully vest as of the date of the 2011 Annual Meeting of Stockholders. Restricted deferred stock units are deferred under the Intermec Director Deferred Compensation Plan and are converted into shares of common stock in the January following the year of the reporting person's termination of services as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.