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INTRICON CORP Form 3 May 03, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

(Last)

1. Title of Security

(Instr. 4)

Binnix Steven

(First)

(Middle)

Statement

(Month/Day/Year)

04/26/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

INTRICON CORP [IIN]

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

1260 RED FOX ROAD

(Street)

(Check all applicable)

Vice President-RTI Electronics

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person Form filed by More than One

ARDEN HILLS. MNÂ 55112

(City) (State)

(Zip)

Reporting Person Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise

Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date Exercisable Date

Title

Amount or Number of Shares

Derivative Security: Security Direct (D)

or Indirect (I) (Instr. 5)

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Option to purchase common stock	(1)	04/21/2008	Common Stock	7,000	\$ 9.4375	D	Â
Option to purchase common stock	(1)	12/19/2010	Common Stock	5,000	\$ 3.125	D	Â
option to purchase common stock	(2)	02/24/2014	Common Stock	10,000	\$ 3.09	D	Â
option to purchase	(3)	07/27/2015	Common Stock	15,000	\$ 2.45	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Binnix Steven 1260 RED FOX ROAD ARDEN HILLS, MN 55112	Â	Â	Vice President-RTI Electronics	Â	

Signatures

/s/ Steve Binnix	05/03/2006		
**Signature of Reporting Person	Date		

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option is fully vested and may be immediately exercised.
- (2) This option vests in five equal installments on February 24, 2005, 2006, 2007, 2008 and 2009.
- (3) This option vests in three equal installments on July 27, 2006, 2007 and 2008.

Â

Remarks:

The filing of this Statement shall not be construed as an admission (a) that the person filing this purposes of Section 16 of the Securities Exchange Act of 1934 (as amended), the beneficial own covered by this Statement, or (b) that this Statement is legally required to be filed by such per

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.

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