

MASUCCI ROBERT N  
Form 4  
August 20, 2018

**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

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

**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 \*  
MASUCCI ROBERT N

2. Issuer Name and Ticker or Trading Symbol  
INTRICON CORP [IIN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/16/2018

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

C/O INTRICON CORPORATION, 1260 RED FOX ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

ARDEN HILLS, MN 55112

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | Code V  | Amount or Price   |  |   |
| Common Stock                    | 08/16/2018                           |  | M                              | (A)<br>3,333<br>(1)   | \$ 8.8  | 65,631   | D   |
| Common Stock                    | 08/16/2018                           |  | F                              | (D)<br>501 (1)  | \$ 58.55  | 65,130   | D   |
| Common Stock                    | 08/16/2018                           |  | M                              | (A)<br>10,000<br>(3)  | \$ 7.96   | 75,130   | D   |
| Common Stock                    | 08/16/2018                           |  | F                              | (D)<br>1,360<br>(3)   | \$ 58.55  | 73,770   | D   |
| Common Stock                    | 08/16/2018                           |  | M                              | (A)<br>10,000<br>(4)  | \$ 6.96   | 83,770   | D   |

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|              |            |   |                      |   |          |         |   |
|--------------|------------|---|----------------------|---|----------|---------|---|
| Common Stock | 08/16/2018 | F | <u>1,189</u><br>(4)  | D | \$ 58.55 | 82,581  | D |
| Common Stock | 08/16/2018 | M | <u>10,000</u><br>(5) | A | \$ 6.82  | 92,581  | D |
| Common Stock | 08/16/2018 | F | <u>1,165</u><br>(5)  | D | \$ 58.55 | 91,416  | D |
| Common Stock | 08/16/2018 | M | <u>6,667</u><br>(6)  | A | \$ 5.85  | 98,003  | D |
| Common Stock | 08/16/2018 | F | <u>667</u> (6)       | D | \$ 58.55 | 97,416  | D |
| Common Stock | 08/16/2018 | M | <u>10,000</u><br>(7) | A | \$ 4.53  | 107,416 | D |
| Common Stock | 08/16/2018 | F | <u>774</u> (7)       | D | \$ 58.55 | 106,642 | D |
| Common Stock | 08/16/2018 | M | <u>10,000</u><br>(8) | A | \$ 4.1   | 116,642 | D |
| Common Stock | 08/16/2018 | F | <u>701</u> (8)       | D | \$ 58.55 | 115,941 | D |
| Common Stock | 08/16/2018 | M | <u>3,987</u><br>(9)  | A | \$ 4     | 119,928 | D |
| Common Stock | 08/16/2018 | F | <u>273</u> (9)       | D | \$ 58.55 | 119,655 | D |

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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Option to Purchase                         | \$ 8.8   | 08/16/2018                           |  | M                              | 3,333   | (2)  | 04/27/2027  | Common Stock | 3,333                      |

|                       |         |            |   |        |     |            |                 |        |  |
|-----------------------|---------|------------|---|--------|-----|------------|-----------------|--------|--|
| -<br>Common<br>Stock  |         |            |   |        |     |            |                 |        |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 7.96 | 08/16/2018 | M | 10,000 | (2) | 04/24/2025 | Common<br>Stock | 10,000 |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 6.96 | 08/16/2018 | M | 10,000 | (2) | 05/01/2022 | Common<br>Stock | 10,000 |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 6.82 | 08/16/2018 | M | 10,000 | (2) | 04/23/2024 | Common<br>Stock | 10,000 |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 5.85 | 08/16/2018 | M | 6,667  | (2) | 04/28/2026 | Common<br>Stock | 6,667  |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 4.53 | 08/16/2018 | M | 10,000 | (2) | 04/27/2021 | Common<br>Stock | 10,000 |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 4.1  | 08/16/2018 | M | 10,000 | (2) | 04/24/2023 | Common<br>Stock | 10,000 |  |
| Option to<br>Purchase |         |            |   |        |     |            |                 |        |  |
| -<br>Common<br>Stock  | \$ 4    | 08/16/2018 | M | 3,987  | (2) | 04/21/2020 | Common<br>Stock | 3,987  |  |

## Reporting Owners

| Reporting Owner Name / Address               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MASUCCI ROBERT N<br>C/O INTRICON CORPORATION | X             |           |         |       |

1260 RED FOX ROAD  
ARDEN HILLS, MN 55112

## Signatures

/s/ Scott Longval,  
attorney-in-fact

08/20/2018

\_\_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) "Cashless Exercise" Resulting in Net Acquisition of 2,832 Share.
- (2) The option is Fully Vested and May BE Exercised Immediately.
- (3) "Cashless Exercise" Resulting in Net Acquisition of 8,640 Share.
- (4) "Cashless Exercise" Resulting in Net Acquisition of 8,811 Share.
- (5) "Cashless Exercise" Resulting in Net Acquisition of 8,835 Share.
- (6) "Cashless Exercise" Resulting in Net Acquisition of 6,000 Share.
- (7) "Cashless Exercise" Resulting in Net Acquisition of 9,226 Share.
- (8) "Cashless Exercise" Resulting in Net Acquisition of 9,299 Share.
- (9) "Cashless Exercise" Resulting in Net Acquisition of 3,714 Share.

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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