

INTEST CORP
Form 4
March 13, 2017

FORM 4

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

OMB APPROVAL

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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 *
HOLT ALYN R

(Last) (First) (Middle)

C/O INTEST CORP, 804 EAST GATE DR., SUITE 200

(Street)

MT. LAUREL, NJ 08054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTEST CORP [INTT]

3. Date of Earliest Transaction (Month/Day/Year)
03/10/2017

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)
Executive Chairman / Member 10% 13d Group

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/10/2017 | | S | 90,000 D \$ 6.2671 | 908,804 | D ⁽¹⁾ | |
| Common Stock | 03/10/2017 | | S | 10,000 D \$ 6.1 | 898,804 | D ⁽¹⁾ | |
| Common Stock | | | | | 150,427 | I ⁽²⁾ | By Trust under Will of deceased spouse |
| | | | | | 178,598 | I ⁽²⁾ | |

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| | | | |
|--------------|---------|-------|---------------|
| Common Stock | | | By Daughter |
| Common Stock | 260,000 | I (2) | By 2003 Trust |
| Common Stock | 115,000 | I (2) | By 2000 Trust |

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

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. 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|----------------------|
| | Director | 10% Owner | Officer | Other |
| HOLT ALYN R C/O INTEST CORP 804 EAST GATE DR., SUITE 200 MT. LAUREL, NJ 08054 | X | X | Executive Chairman | Member 10% 13d Group |
| Holt Connie E. C/O INTEST CORP 804 EAST GATE DR., SUITE 200 MT. LAUREL, NJ 08054 | | | | Member 10% 13d Group |
| Thompson Kristen Holt C/O INTEST CORP 804 EAST GATE DR., SUITE 200 MT. LAUREL, NJ 08054 | | | | Member 10% 13d Group |

Alyn R. Holt Trust fbo Kristen Holt
Thompson
C/O INTEST CORP
804 EAST GATE DR., SUITE 200
MT. LAUREL, NJ 08054

Member 10% 13d
Group

Holt Charitable Remainder Unitrust
C/O INTEST CORP
804 EAST GATE DR., SUITE 200
MT. LAUREL, NJ 08054

Member 10% 13d
Group

Signatures

/s/ Alyn R. Holt

03/13/2017

__Signature of Reporting Person

Date

/s/ Alyn R. Holt, Executor, Connie E. Holt

03/13/2017

__Signature of Reporting Person

Date

/s/ Kristen Holt Thompson

03/13/2017

__Signature of Reporting Person

Date

/s/ Kristen Holt Thompson, Trustee, Alyn R. Holt Trust FBO Kristen Holt
Thompson

03/13/2017

__Signature of Reporting Person

Date

/s/ Alyn R. Holt, Trustee, Holt Charitable Remainder Unitrust

03/13/2017

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by this reporting person on August 30, 2016.

(2) This report shall not be deemed to be an admission that any reporting person is the beneficial owner of any shares reported herein, except to the extent of the reporting person's pecuniary interest therein.

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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