

Intermec, Inc.
Form 4
September 17, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Morikubo Yukio

(Last) (First) (Middle)

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

(Street)

EVERETT, WA 98203-1264

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/17/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	09/17/2013		A ⁽¹⁾	9,946 A \$ 0	41,897	D	
Common Stock	09/17/2013		D ⁽²⁾	41,897 D \$ 10 0		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)

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Sub Corp., a wholly owned subsidiary of Honeywell.

- Disposed of pursuant to the Merger Agreement, pursuant to which the outstanding shares of the issuer's common stock were converted into the right to receive \$10.00 per share in cash, without interest. Amount includes 19,891 restricted stock units ("RSUs") whose acquisition was previously reported in Table I that became fully vested immediately prior to the effective time of the merger and 9,946 shares deemed payable under PSUs immediately prior to the effective time of the merger.
- (2) Represents a performance-based option granted on May 21, 2012 that vests on each of the first three anniversaries of the grant date based on satisfaction of certain performance criteria during each of 2012, 2013 and 2014 (and if achievement of the performance criteria is not satisfied in a given year, vesting opportunity is carried forward to the next year until December 31, 2015).
- (3) Pursuant to the Merger Agreement, the option became fully vested and exercisable immediately prior to the effective time of the merger, and, as of the effective time, was cancelled in exchange for the merger consideration of \$10.00 per share less the per share exercise price.
- (4) Exercisable as to 19,800 shares on November 29, 2012, 19,800 shares on November 29, 2013, and 20,400 shares on November 29, 2014.
- Each RSU represents a contingent right to receive one share of issuer common stock. The RSUs, which were granted on November 29, 2011, vest on November 29, 2013 as to 6,600 shares and as to 6,800 shares on November 29, 2014. In connection with the merger, the
- (6) RSUs became fully vested, and applicable forfeiture restrictions lapsed, immediately prior to the effective time of the merger, and, as of the effective time of the merger, each RSU was cancelled in exchange for the \$10.00 per share merger consideration. Includes only RSUs whose acquisition was originally reported in Table II.

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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