

INTEST CORP  
Form 4  
August 23, 2016

**FORM 4**

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

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

## OMB APPROVAL

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(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)

**08/19/2016**

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)  
Exec Chairman / Member of 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 08/19/2016                              |                                                             | S                                       | 3,034 D \$ 4                                                               | 1,124,972                                                                                                          | D <sup>(1)</sup>                                                     |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 150,427                                                                                                            | I <sup>(2)</sup>                                                     | By Trust<br>under the<br>Will of<br>deceased<br>Spouse            |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 178,598                                                                                                            | I <sup>(3)</sup>                                                     | By<br>Daughter                                                    |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 260,000                                                                                                            | I <sup>(4)</sup>                                                     | By 2003<br>Trust                                                  |

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Common Stock 115,000 I (5) 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 Beneficially Owned Following Reported Transaction (Instr. 3) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                         | Director | 10% Owner | Officer       | Other                   |
|----------------------------------------------------------------------------------------|----------|-----------|---------------|-------------------------|
| HOLT ALYN R<br>C/O INTEST CORP<br>804 EAST GATE DR., SUITE 200<br>MT. LAUREL, NJ 08054 | X        | X         | Exec Chairman | Member of 10% 13d Group |

## Signatures

/s/ Alyn R. Holt 08/23/2016  
 \*\*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) These shares are owned solely by Alyn R. Holt. Mr. Holt is a member of a "13d Group" with Kristen Holt Thompson, the Alyn R. Holt Trust FBO Kristen Holt Thompson u/a dated 4/14/03 ("2003 Trust"), the Holt Charitable Remainder Unitrust u/a dated 5/22/00 ("2000 Trust"), and a Testamentary Trust established under the will of the reporting person's deceased spouse for purposes of Section 13(d) of the Exchange Act.

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- (2) These shares are owned solely by a Testamentary Trust established under the will of the reporting person's deceased spouse for the benefit of the reporting person's daughter, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

- (3) These shares are owned solely by the reporting person's daughter. The reporting person gained attributable beneficial ownership in these shares when his daughter moved into his household. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

- (4) These shares are owned solely by the 2003 Trust established for the benefit of the reporting person's daughter. The reporting person gained attributable beneficial ownership in these shares when his daughter moved into his household. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

- (5) These shares are owned solely by the 2000 Trust of which the reporting person is trustee and of which the reporting person is the sole non-charitable beneficiary, and this report shall not be deemed to be an admission that the report person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of his 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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