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INTEVAC INC

Reported by

FAIRBAIRN KEVIN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/17/12 for the Period Ending 01/12/12

Address	356O BASSETT ST SANTA CLARA, CA 95054
Telephone	4089869888
CIK	0001001902
Symbol	IVAC
SIC Code	3559 - Special Industry Machinery, Not Elsewhere Classified
Industry	Computer Storage Devices
Sector	Technology
Fiscal Year	12/31

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FORM 4

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

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

OMB APPROVAL
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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
FAIRBAIRN KEVIN (Last) (First) (Middle)	**INTEVAC INC [IVAC]**	__ **X** __ Director _____ 10% Owner
3560 BASSETT STREET (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **1/12/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **President & CEO**
SANTA CLARA, CA 95054 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**1/12/2012**		**M**		**3524**	**A**	**$2.63**	**45538**	**D**	
Common Stock	**1/12/2012**		**S**		**3524** (1)	**D**	**$7.783** (2)	**42014**	**D**	
Common Stock	**1/13/2012**		**M**		**2800**	**A**	**$2.63**	**44814**	**D**	
Common Stock	**1/13/2012**		**S**		**2800** (1)	**D**	**$7.828** (3)	**42014**	**D**	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	**$2.63**	**1/12/2012**		**M**			**3524**	**1/24/2003** (4)	**1/24/2012**	**Common Stock**	**3524**	**$2.63**	**8430**	**D**	
Non-Qualified Stock Option (right to buy)	**$2.63**	**1/13/2012**		**M**			**2800**	**1/24/2003** (4)	**1/24/2012**	**Common Stock**	**2800**	**$2.63**	**5630**	**D**	

Explanation of Responses:

(1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2011.

(2) These trades occurred within the price range of $7.75 through $7.85. The reported price is the weighted average for trades within this range. The Reporting Person will provide information regarding the number of shares sold at each price upon request by the Commission staff, the Issuer or a security holder of the Issuer.

(3) These trades occurred within the price range of $7.80 through $7.85. The reported price is the weighted aveage for trades within this rage. The Reporting Person will provide information regarding the number of shares sold at each price upon request by the Commission staff, the Issuer or a security holder of the Issuer.

(4) 20% of the option shares vest upon the optionee's completion of one year of service measured from the grant date. The balance of the option shares vest in equal monthly installments over the balance of the four year period thereafter.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAIRBAIRN KEVIN 3560 BASSETT STREET SANTA CLARA, CA 95054	**X**		**President & CEO**	

Signatures

By: Kevin Soulsby For: Kevin P. Fairbairn **1/17/2012**

** Signature of Reporting Person — Date

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

***** 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.