

IMMERSION CORP
Form 4
March 06, 2014

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FICHTHORN JOHN

(Last) (First) (Middle)

**875 THIRD AVENUE, 15TH
FLOOR**

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
IMMERSION CORP [IMMR]

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2014

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)

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 | 03/04/2014 | | S | | 94,452 <u>(1)</u> | D | \$ 11.6978 <u>(2)</u> | 280,888 | I | Held Directly by Dialectic Antithesis Offshore, Ltd. <u>(3)</u> |
| Common Stock | 03/05/2014 | | S | | 44,103 <u>(1)</u> | D | \$ 11.298 <u>(4)</u> | 236,785 | I | Held Directly by Dialectic Antithesis |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|--------------------------|---------|---|---|
| Common Stock | 03/04/2014 | S | <u>7,037</u> (1) | D | <u>\$ 11.6978</u> (2) | 465,363 | I | Offshore, Ltd. (3) Held Directly by Dialectic Offshore, Ltd. (3) |
| Common Stock | 03/05/2014 | S | <u>3,283</u> (1) | D | <u>\$ 11.3081</u> (4) | 462,080 | I | Held Directly by Dialectic Offshore, Ltd. (3) |
| Common Stock | 03/04/2014 | S | <u>11,064</u> (1) | D | <u>\$ 11.6978</u> (2) | 192,293 | I | Held Directly by Dialectic Capital Partners, LP (3) |
| Common Stock | 03/05/2014 | S | <u>5,162</u> (1) | D | <u>\$ 11.2979</u> (4) | 187,131 | I | Held Directly by Dialectic Capital Partners, LP (3) |
| Common Stock | | | | | | 24,750 | 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) | 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 Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|

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(Instr. 3,
4, and 5)

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|----------------|---------------------|--------------------|-------|--|
| Code V (A) (D) | | | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FICHTHORN JOHN
875 THIRD AVENUE, 15TH FLOOR X
NEW YORK, NY 10022

Signatures

/s/ John Fichthorn by Amie Peters,
Attorney-in-Fact

03/06/2014

**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) Represents the aggregate of sales effected on the same day at different prices.

Represents the weighted average sales price per share. The shares sold at prices ranging from \$11.4504 to \$11.8715 per share. Full
(2) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and
Exchange Commission, the Issuer, or a security holder of the Issuer.

Dialectic Capital Management, LLC ("Investment Manager") is the investment manager of Dialectic Antithesis Offshore, Ltd. and
Dialectic Antithesis Partners, LP (together, the "Dialectic entities") and, as such, shares voting and dispositive power over the securities
(3) held by the Dialectic entities. The Investment Manager does not directly hold any securities of the Issuer. The Reporting Person is a
managing member of the Investment Manager and shares such voting and dispositive power, but disclaims beneficial ownership of any of
Issuer's securities in which he does not have a pecuniary interest or that he does not directly own.

Represents the weighted average sales price per share. The shares sold at prices ranging from \$11.2154 to \$11.4138 per share. Full
(4) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and
Exchange Commission, the Issuer, or a security holder of the Issuer.

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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