

IMMERSION CORP
Form 4
March 11, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)
03/07/2014

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	03/07/2014		S		15,223 <u>(1)</u>	D	\$ 10.9564 <u>(2)</u>	221,562	I	Held Directly by Dialectic Antithesis Offshore, Ltd. <u>(3)</u>
Common Stock	03/10/2014		S		50,339 <u>(1)</u>	D	\$ 10.6125 <u>(4)</u>	171,223	I	Held Directly by Dialectic Antithesis

Common Stock	03/11/2014	S	<u>27,907</u> (1)	D	<u>\$ 10.449</u> (6)	143,316	I	Offshore, Ltd. ⁽³⁾
Common Stock	03/07/2014	S	<u>1,130</u> (1)	D	<u>\$ 10.9563</u> (2)	460,950	I	Held Directly by Dialectic Antithesis Offshore, Ltd. ⁽³⁾
Common Stock	03/10/2014	S	<u>3,757</u> (1)	D	<u>\$ 10.6211</u> (5)	457,193	I	Held Directly by Dialectic Offshore, Ltd. ⁽³⁾
Common Stock	03/11/2014	S	<u>2,082</u> (1)	D	<u>\$ 10.4491</u> (6)	455,111	I	Held Directly by Dialectic Offshore, Ltd. ⁽³⁾
Common Stock	03/07/2014	S	<u>1,777</u> (1)	D	<u>\$ 10.9563</u> (2)	185,354	I	Held Directly by Dialectic Capital Partners, LP ⁽³⁾
Common Stock	03/10/2014	S	<u>5,904</u> (1)	D	<u>\$ 10.6179</u> (4)	179,450	I	Held Directly by Dialectic Capital Partners, LP ⁽³⁾
Common Stock	03/11/2014	S	<u>3,270</u> (1)	D	<u>\$ 10.449</u> (6)	176,180	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.

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. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

03/11/2014

**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.
- (2) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.9018 to \$11.04 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and

Edgar Filing: IMMERSION CORP - Form 4

Exchange Commission, the Issuer, or a security holder of the Issuer.

- (3) 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 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.

- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.4084 to \$10.9082 per share. Full 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.

- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.4084 to \$10.5357 per share. Full 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.

- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.37 to \$10.6275 per share. Full 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.