

Chiang Tony P.
Form 4/A
March 01, 2013

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 *
Chiang Tony P.

(Last) (First) (Middle)

INTERMOLECULAR, INC., 3011
NORTH FIRST STREET

(Street)

SAN JOSE, CA 95134-2004

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

INTERMOLECULAR INC [IMI]

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

02/22/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/27/2013

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Chief Technology Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.001 par value	02/22/2013		M	12,500 A	\$ 0.1 90,700	D	
Common Stock, \$0.001 par value	02/22/2013		S	12,500 D	\$ 9.3365 78,200	D	
Common Stock, \$0.001 par value	02/25/2013		M	14,827 A	\$ 0.1 93,027	D	

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Common Stock, \$0.001 par value	02/25/2013	S	14,827	D	\$ 9.4606	78,200	D
Common Stock, \$0.001 par value	02/26/2013	M	45,285	A	\$ 0.1	123,485	D
Common Stock, \$0.001 par value	02/26/2013	S	45,285	D	\$ 9.6315	78,200	D

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

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(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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares
Stock Option (right to buy)	\$ 0.1	02/22/2013		M	12,500	<u>(1)</u>	06/14/2015	Common Stock		12,500 <u>(2)</u>
Stock Option (right to buy)	\$ 0.1	02/25/2013		M	14,827	<u>(1)</u>	06/14/2015	Common Stock		14,827 <u>(2)</u>
Stock Option (right to buy)	\$ 0.1	02/26/2013		M	45,285	<u>(1)</u>	06/14/2015	Common Stock		45,285 <u>(2)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chiang Tony P. INTERMOLECULAR, INC. 3011 NORTH FIRST STREET SAN JOSE, CA 95134-2004			Chief Technology Officer	

Signatures

/s/ Tony P.
Chiang

03/01/2013

**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).
The option was immediately exercisable in full on June 15, 2005; however, the shares vested pursuant to the following schedule:
(1) Twenty-five percent (25%) of the shares subject to the original option (1,000,000 shares) vested on the first anniversary measured from May 9, 2005 ("Vesting Commencement Date") and the remaining shares vested in 36 successive equal monthly installments thereafter on each monthly anniversary date of Vesting Commencement Date.
(2) THIS AMENDED FORM 4 DOES NOT REFLECT ANY NEW TRANSACTIONS. IT IS BEING FILED SOLELY TO CORRECT THE NUMBER OF SHARES IN THIS OPTION GRANT THAT REMAINED AFTER THIS OPTION EXERCISE, IN COLUMN 9.

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.