

IGI INC
Form 4
May 23, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GERARDI FRANK

(Last) (First) (Middle)

**C/O UNIVEST MANAGEMENT
INC. ESPS, 149 WEST VILLAGE
WAY**

(Street)

JUPITER, FL 33458

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IGI INC [IG]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X_ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	05/20/2008 ⁽¹⁾		P	100	A \$ 2.73	1,937,587	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/20/2008 ⁽¹⁾		P	600	A \$ 2.46	1,938,187	I	By Univest Management Inc. Employee Profit Sharing

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Common Stock	05/20/2008 ⁽¹⁾	P	100	A	\$ 2.48	1,938,287	I	Plan By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/20/2008 ⁽¹⁾	P	200	A	\$ 2.52	1,938,487	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/21/2008	P	500	A	\$ 2.5	1,938,987	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/21/2008	P	5,000	A	\$ 2.48	1,943,987	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/21/2008	P	2,600	A	\$ 2.46	1,946,587	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008	P	1,100	A	\$ 2.48	1,947,687	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008	P	700	A	\$ 2.47	1,948,387	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008	P	600	A	\$ 2.46	1,948,987	I	By Univest Management Inc. Employee

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Common Stock	05/22/2008		P	2,000	A	\$ 2.45	1,950,987	I	Profit Sharing Plan By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008		P	1,000	A	\$ 2.44	1,951,987	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008		P	200	A	\$ 2.43	1,952,187	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock	05/22/2008		P	10,900	A	\$ 2.4	1,963,087	I	By Univest Management Inc. Employee Profit Sharing Plan
Common Stock							192,432	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. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
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								Amount or Number of Shares
		Date Exercisable	Expiration Date	Title				
Code	V	(A)	(D)					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GERARDI FRANK C/O UNIVEST MANAGEMENT INC. ESPS 149 WEST VILLAGE WAY JUPITER, FL 33458		X		

Signatures

/s/ Frank
Gerardi

05/23/2008

**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) Reporting of this transaction was deferred pursuant to Rule 16a-6.

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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