Edgar Filing: INTERGROUP CORP - Form 4

INTERGROU	JP CORP									
Form 4										
October 02, 2	012									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check this				0					Expires:	January 31,
if no longe subject to	stat	EMENT O	F CHANO	GES IN H	BENEFI	CIA	LOW	NERSHIP OF		2005
	Section 16.				SECURITIES				Estimated average burden hours per	
Form 5	Filed	nurcuant to	Section 16	$\delta(n)$ of the	Socurit		vohon	ge Act of 1934,	response	0.5
obligations may contin <i>See</i> Instruct 1(b).	s Section	17(a) of the		ility Hold	ing Com	ipany	Act o	of 1935 or Section	on	
(Print or Type Re	esponses)									
JACOBS GARY N Symbol			er Name and Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)		Earliest Tra	-			(Che	ck all applicable	e)
(Lust)	(1 1131)	(windune)	(Month/Da		ansaction			X Director	10%	6 Owner
THE INTER CORPORAT WILSHIRE I	TON, 10940	FF 2150	10/01/20	-				X Officer (giv below)		er (specify
		11 2150	4 0 - 4							
			ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LOS ANGEI	LES, CA 900	24						Form filed by Person	More than One Ro	eporting
(City)	(State)	(Zip)	Table	I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)		ransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)))	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	10/01/2012			М	825	А	\$ 0 (1)	15,408	Ι	Jacobs Family Trust

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.

 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. Transacti Code (Instr. 8)	5. Number on 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. De Se (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(2)</u>	10/01/2012		М	825	10/01/2012 <u>(3)</u>	(3)	Common Stock	825	

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JACOBS GARY N THE INTERGROUP CORPORATION 10940 WILSHIRE BLVD., SUITE 2150 LOS ANGELES, CA 90024	Х		Secretary			
Signatures						
/s/ Michael G. Zybala,	10/02/	/2012				

Attorney-in-Fact

Date

Explanation of Responses:

**Signature of Reporting Person

- * 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).
- Common Stock acquired upon vesting of Restricted Stock Units ("RSUs") pursuant to The InterGroup Corporation 2008 Restricted Stock (1)Unit Plan.
- (2) Each RSU represents the right to receive, upon vesting, one share of Common Stock of The InterGroup Corporation.
- 825 RSUs vested on October 1, 2012. As RSUs vest, they are converted to vested shares of Common Stock on a one-for-one basis on the (3) vesting date.

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.