

STOEHR CHARLES M

Form 4

April 15, 2013

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 *
STOEHR CHARLES M

 2. Issuer Name **and** Ticker or Trading
 Symbol
VOXX International Corp [VOXX]

 5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)

180 MARCUS BLVD

 3. Date of Earliest Transaction
 (Month/Day/Year)
04/11/2013
☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CFO and Senior Vice President

(Street)

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

 6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
 Person

HAUPPAUGE, NY 11788

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	04/11/2013		M		2,600	A	\$ 6.37 12,604
Class A Common Stock	04/11/2013		S ⁽¹⁾		2,600	D	\$ 10.52 10,004
Class A Common Stock	04/12/2013		M		3,010	A	\$ 6.37 13,014
Class A Common	04/12/2013		S ⁽²⁾		3,010	D	\$ 10.51 10,004

Stock

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
Option (Right to Buy)	\$ 6.37	04/11/2013		X	2,600	11/30/2010 11/30/2013	Class A Common	2,600
Option (Right to Buy)	\$ 6.37	04/12/2013		X	3,010	11/30/2010 11/30/2013	Class A Common	3,010

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
STOEHR CHARLES M 180 MARCUS BLVD HAUPPAUGE, NY 11788	X CFO and Senior Vice President

Signatures

/s/ Charles M.
Stoehr 04/15/2013

**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).

This transaction was executed pursuant to a 10b-5 trading plan in multiple trades at prices ranging from \$10.50 to \$10.63. The price
(1) reported above reflects the weighted average sale price. The reported person hereby undertakes to provide upon request to the SEC staff, VOXX or a shareholder of VOXX full information regarding the number of shares and prices at which the transaction was effected.

This transaction was executed pursuant to a 10b-5 trading plan in multiple trades at prices ranging from \$10.50 to \$10.54. The price
(2) reported above reflects the weighted average sale price. The reported person hereby undertakes to provide upon request to the SEC staff, VOXX or a shareholder of VOXX full information regarding the number of shares and prices at which the transaction was effected.

(3) Option to Purchase Class A Common Stock at an exercise price of \$6.37 with an expiration date of 11/30/13.

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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