

IMMERSION CORP
Form 4
September 11, 2013

FORM 4

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

OMB APPROVAL

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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 *
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)
09/09/2013

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 09/09/2013 | | S | 21,321 (1) D \$ 13.7176 (2) | 563,969 | I | Held Directly by Dialectic Antithesis Offshore, Ltd. (3) |
| Common Stock | 09/10/2013 | | S | 39,663 (1) D \$ 13.5777 (4) | 524,306 | I | Held Directly by Dialectic Antithesis |

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| | | | | | | | | |
|--------------|------------|---|------------------------------|---|-------------------------------------|---------|---|--|
| Common Stock | 09/09/2013 | S | <u>27,853</u> ⁽¹⁾ | D | \$ <u>13.7176</u> ⁽²⁾ | 670,154 | I | Offshore, Ltd. ⁽³⁾ Held Directly by Dialectic Antithesis Partners, LP ⁽³⁾ |
| Common Stock | 09/10/2013 | S | <u>19,144</u> ⁽¹⁾ | D | \$ <u>13.5777</u> ⁽⁴⁾ | 651,010 | I | Held Directly by Dialectic Antithesis Partners, LP ⁽³⁾ |
| Common Stock | 09/09/2013 | S | <u>12,040</u> ⁽¹⁾ | D | \$ <u>13.7175</u> ⁽⁵⁾ | 472,400 | I | Held Directly by Dialectic Offshore, Ltd. ⁽³⁾ |
| Common Stock | 09/09/2013 | S | <u>4,352</u> ⁽¹⁾ | D | \$ <u>13.7175</u> ⁽²⁾ | 236,613 | I | Held Directly by Dialectic Capital Partners, LP ⁽³⁾ |
| Common Stock | 09/10/2013 | S | <u>33,256</u> ⁽¹⁾ | D | \$ <u>13.5777</u> ⁽⁴⁾ | 203,357 | 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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|--|
| | | | | | | | Title | Amount or Number of Shares | | |
| | | | | | | | Date Exercisable | Expiration Date | | |
| | | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FICHTHORN JOHN 875 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10022 | | X | | |

Signatures

/s/ John Fichthorn by Amie Peters,
Attorney-in-Fact
**Signature of Reporting Person

09/11/2013
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.
Represents the weighted average sales price per share. The shares sold at prices ranging from \$13.6648 to \$13.8552 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.
- (3) Dialectic Capital Management, LLC ("Investment Manager") is the investment manager of Dialectic Antithesis Offshore, Ltd., Dialectic Antithesis Partners, LP, Dialectic Capital Partners, LP and Dialectic Offshore, Ltd. (collectively, 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 \$13.4710 to \$13.6295 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 \$13.64 to \$13.8552 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.