Intermec, Inc. Form 4 September 17, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

09/17/2013

(Print or Type Responses)

1. Name and Address of Reporting Person * DRAUT ERIC JOHN			2. Issuer Name and Ticker or Trading Symbol Intermec, Inc. [IN]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction	(Circ	-)		
C/O INTERMEC, INC., 6001 36TH AVE. WEST			(Month/Day/Year) 09/17/2013			_X_ Director Officer (giv below)	e titleOth		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
EVERETT,	54	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Execution		Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	

Code V

 $D^{(1)}$

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

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SEC 1474

(9-02)

Following

Reported

Transaction(s)

(Instr. 3 and 4)

(A)

or

(D)

Amount

66,596

Price

\$ 10 0

(Instr. 4)

D

(Instr. 4)

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	<u>(2)</u>	09/17/2013		D(2)	7,047	(2)	(2)	Common Stock	7,047
Restricted Deferred Stock Units	<u>(2)</u>	09/17/2013		D(2)	22,125	(2)	<u>(2)</u>	Common Stock	22,125
Stock Option (right to buy)	(3)	09/17/2013		D(3)	0 (3)	(3)	(3)	Common Stock	0 (3)

Reporting Owners

Reporting Owner Name / Address	Relationships				
•	Director	10% Owner	Officer	Other	
DRAUT ERIC JOHN C/O INTERMEC, INC. 6001 36TH AVE. WEST EVERETT, WA 98203-1264	X				

Signatures

/s/ Nancy Gallup, attorney-in-fact 09/17/2013

**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).
- Disposed of pursuant to the agreement and plan of merger ("Merger Agreement"), dated as of December 9, 2012, by and among the issuer, Honeywell International Inc. ("Honeywell") and Hawkeye Merger Sub Corp., a wholly owned subsidiary of Honeywell, pursuant to which the outstanding shares of the issuer's common stock were converted into the right to receive \$10.00 per share in cash, without interest.
- (2) Each phantom stock unit and restricted deferred stock unit represents the economic equivalent of one share of issuer common stock. The units are deferred under the Intermec Director Deferred Compensation Plan and become payable in shares of issuer common stock in the month of January following the year in which the reporting person terminates services as a director (or in subsequent years in the event of future deferral elections) or following a change of control of the issuer. Pursuant to the Merger Agreement, each unit was cancelled in

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exchange for payment of the merger consideration of \$10.00 per share.

(3) Pursuant to the Merger Agreement, options held by the reporting person with exercise prices greater than \$10.00 per share were cancelled without the payment of any consideration therefor. The disposition of such options is not reported.

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.